

NORTHFIELD LABORATORIES INC /DE/

Form 8-K

January 16, 2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

**FORM 8-K
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): **January 16, 2007**

NORTHFIELD LABORATORIES INC.

(Exact Name of Registrant as Specified in Charter)

Delaware

(State or Other Jurisdiction of
Incorporation)

000-24050

(Commission File Number)

36-3378733

(IRS Employer
Identification No.)

**1560 Sherman Avenue
Suite 1000**

Evanston, Illinois 60201-4800

(Address of Principal Executive Offices and Zip Code)

(847) 864-3500

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events

On January 16, 2007, Northfield Laboratories Inc., a Delaware corporation (the Company), posted on its internet website, www.northfieldlabs.com, a letter to shareholders from Steven A. Gould, M.D., the Company s Chairman and Chief Executive Officer.

Item 9.01. Financial Statements and Exhibits.

(c) *Exhibits.*

| Exhibit No. | Description |
|-------------|---|
| 99.1 | Letter to Shareholders dated January 16, 2007 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: January 16, 2007

NORTHFIELD LABORATORIES INC.

By: /s/ Jack J. Kogut
Jack J. Kogut
Senior Vice President Finance

EXHIBIT INDEX

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