

RAND CAPITAL CORP
Form 8-K
January 31, 2005

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: January 31, 2005
(Date of earliest event reported)

Rand Capital Corporation

(Exact name of registrant as specified in its charter) NY

(State or other jurisdiction of incorporation) 811-1825

(Commission File Number) 16-0961359

(IRS Employer Identification Number) 2200 Rand Building, Buffalo, NY

(Address of principal executive offices) 14203

(Zip Code)

Registrant's telephone number, including area code: 716-853-0802

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

December 31, 2004 quarter end results

99.1 Press Release of Rand Capital Corporation dated January 31, 2005

SIGNATURE

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 31, 2005

RAND CAPITAL CORPORATION

By: /s/ Daniel P. Penberthy

Daniel P. Penberthy

Treasurer