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MAJESCO HOLDINGS INC  
Form 8-K  
August 11, 2004

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): August 10, 2004

MAJESCO HOLDINGS INC.  
(Exact name of registrant as specified in its charter)

|   |                          |   |
|---|--------------------------|---|
| Delaware  | 333-70663                | 06-1529524                              |
| (State or Other Jurisdiction<br>of Incorporation) | (Commission File Number) | (I.R.S. Employer<br>Identification No.) |

160 Raritan Center Parkway  
Edison, New Jersey 08837

(Address of principal executive offices, including zip code)

(732) 225-8910

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS AND REGULATION FD DISCLOSURE.

This Current Report on Form 8-K is being filed for the sole purpose of filing the agreements set forth as exhibits under Item 7 below.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) The following exhibits are furnished with this report:

| Exhibit No. | Description   |
|-------------|---|
| 10.1        | Lease Agreement, dated as of February 2, 1999, by and between 160 Raritan Center Parkway, L.L.C. and Majesco Sales Inc. |

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- 10.2 License Agreement for Game Boy Advance (Western Hemisphere), dated May 10, 2001, by and between Nintendo of America, Inc. and Majesco Sales Inc.\*
- 10.3 First Amendment to the Confidential License Agreement for Game Boy Advance, dated May 11, 2004, by and between Nintendo of America, Inc. and Majesco Sales Inc.
- 10.4 License Agreement for Gamecube, (Western Hemisphere), dated January 11, 2001, by and between Nintendo of America, Inc. and Majesco Sales Inc.\*

\* A Confidential Treatment Request for certain information in this document has been filed with the Securities and Exchange Commission. The information for which treatment has been sought has been deleted from such exhibit and the deleted text replaced by four asterisks (\*\*\*\*).

SIGNATURES

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

MAJESCO HOLDINGS INC.  
(Registrant)

Dated: August 10, 2004

By: /s/ Jesse Sutton

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Jesse Sutton  
President and Chief Executive Officer