

DATATRAK INTERNATIONAL INC

Form 8-K

July 28, 2005

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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) **July 22, 2005**

DATATRAK International, Inc

(Exact Name of Registrant as Specified in Charter)

Ohio

000-20699

34-1685364

(State or Other Jurisdiction
of Incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

6150 Parkland Boulevard, Mayfield Hts., Ohio

44124

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code **440-443-0082**

N/A

(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 (see General Instruction A.2. below):

- 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))
 - o Pre-commencement
communications
pursuant to
Rule 13e-4(c)
under the Exchange
Act (17 CFR
240.13e-4(c))
-

Item 1.01 Entry Into A Material Definitive Agreement

On July 22, 2005, at the Annual Meeting of Shareholders of DATATRAK International, Inc. (the Company), the shareholders of the Company approved the DATATRAK International, Inc. 2005 Omnibus Equity Plan (the Omnibus Plan), which was previously approved by the Compensation Committee of the Board of Directors and further approved and adopted by the Board of Directors of the Company on May 3, 2005, subject to shareholder approval. The Omnibus Plan became effective upon approval by the shareholders of the Company.

For a description of the material features of the Omnibus Plan, please refer to the Company's Definitive Proxy Statement for the Annual Meeting of Shareholders held on July 22, 2005, a copy of which was filed with the Securities and Exchange Commission (the Commission) on June 17, 2005.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

The following Exhibit is furnished as part of this report:

Exhibit No.	Description
10.1	2005 Omnibus Equity Plan

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.

DATATRAK INTERNATIONAL, INC.

Date July 28, 2005

By */s/ Terry C. Black*
Terry C. Black
Vice President of Finance, Chief
Financial
Officer, Treasurer and Assistant
Secretary

EXHIBIT INDEX

Exhibit No.	Description
10.1	2005 Omnibus Equity Plan