



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) FEBRUARY 21, 2006

HAIGHTS CROSS COMMUNICATIONS, INC.

(Exact Name of Registrant as Specified in Its Charter)

DELAWARE

(State or Other Jurisdiction of Incorporation)

333-109381

13-4087398

(Commission File Number)

(IRS Employer Identification No.)

10 NEW KING STREET, SUITE 102
WHITE PLAINS, NEW YORK

10604

(Address of Principal Executive Offices)

(Zip Code)

(914) 289-9400

(Registrant's Telephone Number, Including Area Code)

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

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ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS;
APPOINTMENT OF PRINCIPAL OFFICERS.

On February 21, 2006 Haight's Cross Communications, Inc. (the "Company") announced that Eugene Davis was elected to the Company's Board of Directors. Mr. Davis is the Chairman and Chief Executive Officer of Pirinate Consulting Group, L.L.C., a privately-held consulting firm that specializes in strategic planning advisory services for public and private business entities.

On January 31, 2006 the Company received notice from holders of its Series B Senior Preferred Stock (the "Series B Preferred Stock") purporting to exercise the right of the Series B Preferred Stock to elect a director. The terms of the Series B Preferred Stock provide that, if after December 10, 2004 the Company fails to pay four consecutive quarterly dividends for any reason, the holders of the Series B Preferred Stock shall be entitled to elect one director to serve on the Company's Board of Directors. As previously disclosed, the Company has elected not to pay cash dividends on the Series B Preferred Stock as the Company is restricted from making such payments pursuant to the terms of its 12 1/2% senior discount notes. On February 21, 2006, based on evidence supplementally provided to the Company by and behalf of the holders of the Series B Preferred Stock making such election, the Company determined that an election was validly made by written consent, effective January 20, 2006, in accordance with the Company's certificate of incorporation and by-laws.

Whenever all arrears in cash dividends on the Series B Preferred Stock shall have been paid and cash dividends thereon for the current quarterly dividend period shall have been paid or declared and set apart for payment, the right of the holders of the Series B Preferred Stock to elect a director shall cease and Mr. Davis' term of office shall terminate. Unless his term in office shall have previously terminated, Mr. Davis shall serve as a director until the next annual meeting of stockholders, or special meeting held in lieu thereof, and until his successor is elected and qualified or until his earlier resignation or removal.

ITEM 8.01. OTHER EVENTS.

On February 21, 2006, the Company issued a press release announcing that Eugene Davis was elected to the Company's Board of Directors. A copy of the press release is attached hereto as Exhibit 99.1.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

The following exhibit is furnished as part of this report, where indicated:

(c) Exhibits.

EXHIBIT NO.	DESCRIPTION
99.1	Press Release dated February 21, 2006 announcing the election of Eugene Davis as Director

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.

HAIGHTS CROSS COMMUNICATIONS, INC.

Date: February 21, 2006

By: /s/ Paul J. Crecca

Name: Paul J. Crecca
Title: Executive Vice President and Chief
Financial Officer

EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION
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EXHIBIT 99.1

HAIGHTS CROSS COMMUNICATIONS
PRESS RELEASE

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FOR IMMEDIATE RELEASE

mstugrin@earthlink.net

HAIGHTS CROSS COMMUNICATIONS ELECTS EUGENE I. DAVIS TO BOARD OF
DIRECTORS

White Plains, NY, February 21, 2006 - Hights Cross Communications, Inc. (HCC) announced today that Eugene I. Davis has been elected to the Company's Board of Directors. This brings total board membership to five.

Davis is Chairman of Atlas Airlines World Holdings and is the Founder, Chairman and Chief Executive Officer of Pirinate Consulting Group, L.L.C., a privately-held consulting firm that specializes in strategic planning advisory services for public and private business entities.

Prior to founding Pirinate Consulting, Davis was Chairman and Chief Operating Officer of Total-Tel USA Communications, Inc. and President of Emerson Radio Corporation. He received his BA from Columbia University's Columbia College, a Masters in International Affairs from Columbia University's School of International Affairs, and a JD from Columbia University's School of Law.

ABOUT HAIGHTS CROSS COMMUNICATIONS:

Founded in 1997 and based in White Plains, NY, Hights Cross is a leading developer and publisher of products for the kindergarten through twelfth grade, or K-12, supplemental education, library, and medical education markets. Hights Cross imprints include: Sundance/Newbridge Educational Publishing (Northborough, MA), Triumph Learning (New York, NY), Buckle Down Publishing (Iowa City, IA), Options Publishing (Merrimack, NH), Recorded Books (Prince Frederick, MD), and Oakstone Publishing (Birmingham, AL). For more information, visit www.haightscross.com.