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ACCESSION NUMBER: 0001015402-05-002565

CONFORMED SUBMISSION TYPE: 8-K

PUBLIC DOCUMENT COUNT: 2

CONFORMED PERIOD OF REPORT: 20050516

ITEM INFORMATION: Results of Operations and Financial Condition

ITEM INFORMATION: Financial Statements and Exhibits

FILED AS OF DATE: 20050516

DATE AS OF CHANGE: 20050516

FILER:

COMPANY DATA:

COMPANY CONFORMED NAME: COLONIAL COMMERCIAL CORP

CENTRAL INDEX KEY: 0000021828

STANDARD INDUSTRIAL CLASSIFICATION: WHOLESALE-HARDWARE &

PLUMBING & HEATING EQUIPMENT & SUPPLIES [5070]

IRS NUMBER: 112037182

STATE OF INCORPORATION: NY

FISCAL YEAR END: 1231

FILING VALUES:

FORM TYPE: 8-K

SEC ACT: 1934 Act

SEC FILE NUMBER: 001-06663

FILM NUMBER: 05833093

BUSINESS ADDRESS:

STREET 1: 120 NEW SOUTH ROAD

CITY: HICKSVILLE

STATE: NY

ZIP: 11801

BUSINESS PHONE: 5166814647

MAIL ADDRESS:

STREET 1: 120 NEW SOUTH ROAD

CITY: HICKSVILLE

STATE: NY

ZIP: 11801

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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) May 16, 2005

COLONIAL COMMERCIAL CORP.  
(Exact name of Registrant as Specified in Charter)

NEW YORK

1-6663

11-2037182

(State of other Jurisdiction  
of Incorporation)

(Commission File  
Number)

(IRS Employer  
Identification No.)

120 NEW SOUTH ROAD, HICKSVILLE,  
NEW YORK

11801

(Address of Principal Executive Offices)

(Zip Code)

Registrant's Telephone Number, Including Area Code: 516-681-4647

N/A

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

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Check the appropriate box below if the Form 8-K filing is intended to  
simultaneously satisfy the filing obligation to 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))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On May 16, 2005 Colonial Commercial Corp. (the "Company") issued a press release announcing its financial results for the fiscal quarter ended March 31, 2005. A copy of this press release is furnished as Exhibit 99.1 to this report.

In accordance with General Instruction B.2 of Form 8-K, the information in this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

#### ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

##### (c) Exhibits

Exhibit No.	Description
99.1	Press Release dated May 16, 2005

<PAGE>

#### 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: May 16, 2005

COLONIAL COMMERCIAL CORP.

By: /S/ BERNARD KORN

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Name: Bernard Korn

Title: Chairman of the Board

#### INDEX TO EXHIBITS

Exhibit No.	Description
99.1	Press Release dated May 16, 2005

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<DESCRIPTION>EXHIBIT 99.1

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For Immediate Release

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## COLONIAL COMMERCIAL CORP. REPORTS FIRST QUARTER 2005 OPERATING RESULTS

HICKSVILLE, New York (May 16, 2005) - Colonial Commercial Corp. ("Colonial") (OTC Bulletin Board: "CCOM," "CCOMP"), including its subsidiaries Universal Supply Group, Inc. ("Universal"), The RAL Supply Group, Inc. ("RAL") and American/Universal Supply Inc. ("American"), today announced operating results for the first quarter of the year 2005 compared to the corresponding 2004 period.

For the quarter ended March 31, 2005, revenues increased 6.6% to \$13,347,318 compared with revenues of \$12,525,359 in the 2004 quarter. The increase in sales is primarily a result of an increase in general market activity in the RAL and American/Universal trading areas, and an increase in general industry pricing. Gross profit increased by \$443,091, or 11.6%. Gross profits expressed as a percentage of sales increased to 31.9% in 2005 from 30.4% in 2004. This increase related primarily to price discounts achieved by purchasing in larger volumes and to increased sales of higher margin products.

Operating income for the quarter ended March 31, 2005 increased by \$291,519 compared to the same period for 2004. The operating income for the period ending March 31, 2005 was \$2,446 compared to a loss of \$289,073 for the same period in 2004. This improvement reflects improved profitability of RAL and the performance of new locations opened in 2004.

The Company reported a net loss of \$198,333, which included an income tax expense of \$19,696, compared to a net loss of \$299,250, which included a net income tax benefit of \$113,021 in the 2004 quarter. The 2004 quarter included a non-cash charge of \$84,900 for stock based compensation; there was no stock based compensation charge in the 2005 quarter. Because of seasonal demand, results of first quarter operations are not indicative of results for the entire year. The Company expects that it will be profitable for the year 2005 and that profits will exceed 2004 profits.

Bernard Korn, the Company's Chairman and CEO said, "We believe Colonial's future is promising. Universal, and its affiliates, have had significant increases in sales and operating profits in the past five years. We enjoy a superior reputation among customers, as well as exclusive and semi-exclusive distribution agreements with manufacturers. Our management is experienced and has the leadership qualities and focus to continue to grow and succeed."

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Colonial distributes heating, ventilating and air conditioning equipment ("HVAC"), parts and accessories, climate control systems, and plumbing supplies, primarily, in the New York metropolitan area through its Universal Supply Group, Inc. ("Universal"), American/Universal Supply Inc. ("American") and The RAL Supply Group, Inc. ("RAL") subsidiaries to HVAC contractors. These contractors purchase and install equipment and systems for residential, commercial and industrial users. Universal also provides control system design, custom control panel fabrication, technical field support, in-house training and climate

control consultation for engineers and installers. It is a leader in the design of direct digital control systems and systems that control multi-location facilities through the Internet. Universal is headquartered in New Jersey, and, with its affiliates, operates out of seven locations in New Jersey; nine in New York and one in Pennsylvania.

This press release includes statements that may constitute "forward-looking" statements, usually containing the words "believe", "estimate", "project", "expect" or similar expressions. These statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements inherently involve risks and uncertainties that could cause actual results to differ materially from the forward-looking statements. Factors that would cause or contribute to such differences include, but are not limited to, continued acceptance of the Company's products in the marketplace, competitive factors, dependence upon third-party vendors, and other risks detailed in the Company's periodic report filings with the Securities and Exchange Commission. By making these forward-looking statements, the Company undertakes no obligation to update these statements for revisions or changes after the date of this release.

FOR FURTHER INFORMATION, PLEASE CONTACT:  
BERNARD KORN, CEO OR WILLIAM SALEK, CFO AT (973) 427-3320

Financial results included in the SEC filings follow.

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COLONIAL COMMERCIAL CORP. AND SUBSIDIARIES  
Consolidated Statements of Operations  
(Unaudited)

	For The Three Months Ended March 31,	
	2005	2004
<S>	<C>	<C>
Sales	\$ 13,347,318	\$
12,525,359		
Cost of sales	9,094,248	
8,715,380		
Gross profit	4,253,070	
3,809,979		
Selling, general and administrative expenses, net	4,250,624	
4,099,052		
Operating income (loss)	2,446	

(289,073)

Other income	61,877	
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56,650

Interest expense, net; includes related party interest of		
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\$17,745 in 2005 and -0- in 2004.	(243,560)	
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(179,848)

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Loss from operations before income taxes (benefit) expense	(179,237)	
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(412,271)

Income taxes expense (benefit)	19,696	
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(113,021)

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Net loss	\$ (198,933)	\$
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(299,250)

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Loss per common share:

Basic:

(0.11)

Diluted:

(0.11)

Weighted average shares outstanding:

Basic

2,726,692

4,165,183

Diluted

2,726,692

4,165,183

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