U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-QSB

(Mark One)

[X] Quarterly report under Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended September 30, 2005

[ ] Transition report under Section 13 or 15(d) of the Exchange Act

For the transition period from __________ to __________

Commission File Number: 1-10526

UNITED-GUARDIAN, INC.

(Exact name of registrant as specified in its charter)

Delaware	11-1719724
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

230 Marcus Boulevard., Hauppauge, New York 11788

(Address of principal executive offices)

(631) 273-0900

(Registrant's telephone number)

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes [X] No [ ]

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act.)

Yes [ ] No [X]

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS
DURING THE PRECEDING FIVE YEARS

Indicate by check mark whether the Company filed all documents and reports required to be filed by Section 12, 13 or 15(d) of the Exchange Act after the distribution of securities under a plan confirmed by a court.

Yes [ ] No [ ]

APPLICABLE ONLY TO CORPORATE ISSUERS

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practicable date:

4,938,139 shares of common stock, par value $.10 per share,
as of October 31, 2005.

Transitional Small Business Disclosure Format (Check one): Yes [ ] No [X]

UNITED-GUARDIAN, INC.

INDEX

	Page No.
Part I. FINANCIAL INFORMATION	
Item 1 - Financial Statements	
Consolidated Statements of Income - Three and Nine Months Ended September 30, 2005 and 2004	2
Consolidated Balance Sheets - September 30, 2005 and December 31, 2004	3-4
Consolidated Statements of Cash Flows - Nine Months Ended September 30, 2005 and 2004	5
Consolidated Notes to Financial Statements	6-10
Item 2 - Management's Discussion and Analysis of Financial Condition and Results of Operations	11-13
Item 3 - Controls and Procedures	13
Part II. OTHER INFORMATION	
Item 1 - Legal Proceedings	13
Item 2 - Changes in Securities and Use of Proceeds	13
Item 3 - Defaults Upon Senior Securities	13
Item 4 - Submission of Matters to a Vote of Security Holders	13
Item 5 - Other Information	13
Item 6 - Exhibits and Reports On Form 8-K	13
Signatures	14

Part I. FINANCIAL INFORMATION

ITEM 1. Financial Statements

UNITED-GUARDIAN, INC.
CONSOLIDATED STATEMENTS OF EARNINGS

(UNAUDITED)

	NINE MONTHS ENDED SEPTEMBER 30, 2005	NINE MONTHS ENDED SEPTEMBER 30, 2004	THREE MONTHS ENDED SEPTEMBER 30, 2005	THREE MONTHS ENDED SEPTEMBER 30, 2004
Revenue:				
Net sales	$ 9,697,066	$ 8,977,454	$ 3,049,494	$ 2,987,383
Costs and expenses:				
Cost of sales	4,408,053	4,001,219	1,366,493	1,402,404
Operating expenses	1,885,612	1,898,225	560,273	550,738
	6,293,665	5,899,444	1,926,766	1,953,142
Income from operations	3,403,401	3,078,010	1,122,728	1,034,241
Other income (expense):				
Investment income	235,466	160,267	74,175	53,855
(Loss) gain on sale of marketable securities	(113,888)	-	343	-
Other	(178)	(17)	(130)	-
Income before income taxes	3,524,801	3,238,260	1,197,116	1,088,096
Provision for income taxes	1,282,300	1,157,000	421,400	389,000
Net income	$ 2,242,501	$ 2,081,260	$ 775,716	$ 699,096
Earnings per common share (basic and diluted)	$ 0.45	$ 0.42	$ 0.16	$ 0.14
Weighted average shares - basic	4,934,528	4,927,688	4,937,356	4,929,539
Weighted average shares - diluted	4,941,266	4,937,223	4,942,614	4,937,237

See consolidated notes to financial statements

UNITED-GUARDIAN, INC.
CONSOLIDATED BALANCE SHEETS

ASSETS	SEPTEMBER 30, 2005 (UNAUDITED)	DECEMBER 31, 2004 (DERIVED FROM AUDITED FINANCIAL STATEMENTS)
Current assets:		
Cash and cash equivalents	$ 3,046,631	$ 3,735,945
Temporary investments	698,982	402,288
Marketable securities	6,736,192	6,251,764
Accounts receivable, net of allowance for doubtful accounts of $33,971 and $45,000 at September 30, 2005 and December 31, 2004, respectively	1,546,136	918,085
Inventories (net)	949,998	1,375,880
Prepaid expenses and other current assets	332,512	515,425
Deferred income taxes	210,817	223,617
Total current assets	13,521,268	13,423,004
Property, plant and equipment:		
Land	69,000	69,000
Factory equipment and fixtures	3,038,127	2,975,305
Building and improvements	2,135,603	2,089,547
Waste disposal plant	133,532	133,532
	5,376,262	5,267,384
Less: Accumulated depreciation	4,418,982	4,269,713
	957,280	997,671
Other assets	108,680	700
	$ 14,587,228	$ 14,421,375

See consolidated notes to financial statements

UNITED-GUARDIAN, INC.
CONSOLIDATED BALANCE SHEETS

	September 30, 2005 (UNAUDITED)	DECEMBER 31, 2004 (DERIVED FROM AUDITED FINANCIAL STATEMENTS)
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Dividends payable	$ -	$ 887,677
Accounts payable	207,414	172,320
Accrued expenses	315,177	395,167
Taxes payable	47,749	-
Total current liabilities	570,340	1,455,164
Deferred income taxes	10,000	10,000
Stockholders' equity:		
Common stock $.10 par value, authorized, 10,000,000 shares; 5,000,339 and 4,994,739 shares issued, respectively, and 4,938,139 and 4,932,539 shares outstanding, respectively	500,034	499,474
Capital in excess of par value	3,776,288	3,756,943
Accumulated other comprehensive loss	(65,324)	(86,730)
Retained earnings	10,155,520	9,146,154
Treasury stock, at cost; 62,200 shares	(359,630)	(359,630)
Total stockholders' equity	14,006,888	12,956,211
	$ 14,587,228	$ 14,421,375

See consolidated notes to financial statements

UNITED-GUARDIAN, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS

(UNAUDITED)

	NINE MONTHS ENDED SEPTEMBER 30, 2005	NINE MONTHS ENDED SEPTEMBER 30, 2004
Cash flows provided by operating activities:		
Net income	$ 2,242,501	$ 2,081,260
Adjustments to reconcile net earnings to net cash flows from operations:		
Depreciation and amortization	149,269	150,625
Realized loss on sale of marketable securities	116,512	-
Provision for doubtful accounts	(11,029)	-
Provision for inventory obsolescence	-	(91,000)
(Increase) decrease in assets:		
Accounts receivable	(617,022)	(319,194)
Inventories	425,882	(193,548)
Prepaid expenses and other current and non-current assets	74,933	51,668
Increase (decrease) in liabilities:		
Accounts payable	35,094	(111,400)
Accrued expenses and taxes payable	(32,241)	86,120
Net cash provided by operating activities	2,383,899	1,654,531
Cash flows from investing activities:		
Acquisition of property, plant and equipment	(108,878)	(121,791)
Net change in temporary investments	(296,694)	615,126
Proceeds from sale of marketable securities	4,116,413	2,032,274
Purchase of marketable securities	(4,683,147)	(2,128,539)
Net cash (used in) provided by investing activities	(972,306)	397,070
Cash flows from financing activities:		
Proceeds from exercise of stock options	19,905	24,183
Dividends paid	(2,120,812)	(737,736)
Net cash used in financing activities	(2,100,907)	(713,553)
Net (decrease) increase in cash and cash equivalents	(689,314)	1,338,048
Cash and cash equivalents at beginning of period	3,735,945	2,710,029
Cash and cash equivalents at end of period	$ 3,046,631	$ 4,048,077

See consolidated notes to financial statements

UNITED-GUARDIAN, INC.
CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

1. In the opinion of the Company, the accompanying unaudited financial statements contain all adjustments (consisting of only normal recurring accruals) necessary to present fairly the financial position as of September 30, 2005 and the results of operations for the three and nine months ended September 30, 2005 and 2004 and cash flows for the nine months ended September 30, 2005 and 2004. The accounting policies followed by the Company are set forth in the Company's financial statements included in its December 31, 2004 Annual Report to Shareholders.

2. The results of operations for the nine months ended September 30, 2005 and 2004 are not necessarily indicative of the results to be expected for the full year.

3. Stock-Based Compensation: In 2004 the Company approved a new stock option plan ("2004 Stock Option Plan"). The 1993 Employee Incentive Stock Option Plan ("EISOP") and the Non-Statutory ("NSSOPD") expired in 2003. No grants were issued during the nine months ended September 30, 2005 or September 30, 2004.

4. Inventories - Net

Inventories consist of the following:	September 30, 2005	December 31, 2004
Raw materials and work in process	$ 412,420	$ 332,798
Finished products and fine chemicals	537,578	1,043,082
	$ 949,998	$1,375,880

At September 30, 2005 and December 31, 2004, the Company has reserved $128,000 for slow moving and obsolete inventory.

5. For purposes of the Statement of Cash Flows, the Company considers all highly liquid investments purchased with a maturity of three months or less to be cash equivalents.

Cash payments for taxes were $983,553 and $1,005,977 for the nine months ended September 30, 2005 and 2004, respectively. There were no payments for interest during these periods.

6. Comprehensive Income (Loss)

The components of comprehensive income (loss) are as follows:

	Nine months ended September 30, 2005	2004	Three months ended September 30, 2005	2004
Net income	$2,242,501	$2,081,260	$ 775,716	$ 699,096
Other comprehensive income (loss):				
Unrealized (loss) gain on marketable securities during period	(82,306)	(70,866)	(38,426)	7,270
Less: reclassification adjustment for losses (gains) included in net income	116,512	--	(343)	--
Other comprehensive income (loss) before tax	34,206	(70,866)	(38,769)	7,270
Income tax expense (benefit) related to other comprehensive income	12,800	(26,400)	(14,400)	2,800
Other comprehensive income (loss), net of tax.......	21,406	(44,466)	(24,369)	4,470
Comprehensive income net of tax	$2,263,907	$2,036,794	$ 751,347	$ 703,566

Accumulated other comprehensive income (loss) is comprised of unrealized gains and losses on marketable securities, net of the related tax effect.

7. Earnings Per Share

The following table sets forth the computation of basic and diluted earnings per share at September 30, 2005 and 2004.

	Nine months ended September 30, 2005	2004	Three months ended September 30, 2005	2004
Numerator:				
Net income	$2,242,501	$2,081,260	$ 775,716	$ 699,096
Denominator:				
Denominator for basic earnings per share (weighted average shares)	4,934,528	4,927,688	4,937,356	4,929,539
Effect of dilutive securities:				
Employee stock options	6,738	9,535	5,258	7,698
Denominator for diluted earnings per share (adjusted weighted-average shares) and assumed conversions	4,941,266	4,937,223	4,942,614	4,937,237
Basic and diluted earnings per share	$ 0.45	$ 0.42	$ 0.16	$ 0.14

8. The Company has two reportable business segments: the Guardian Laboratories Division ("Guardian") conducts research, development and manufacturing of cosmetic ingredients, personal and health care products, pharmaceuticals and specialty industrial products. Eastern Chemical Corporation ("Eastern"), a wholly-owned subsidiary of the Company, distributes a line of fine chemicals, solutions, dyes and reagents.

The accounting policies used to develop segment information correspond to those described in the summary of significant accounting policies as set forth in the Annual Report for the year ended December 31, 2004. Segment earnings or loss is based on earnings or loss from operations before income taxes. The reportable segments are distinct business units operating in different industries. They are separately managed, with separate marketing and distribution systems. The following information about the two segments is for the three and nine month periods ended September 30, 2005 and 2004.

Nine months ended September 30,

	2005 GUARDIAN	2005 EASTERN	2005 TOTAL	2004 GUARDIAN	2004 EASTERN	2004 TOTAL
Revenues from external customers	$ 8,847,905	$ 849,161	$ 9,697,066	$ 8,119,929	$ 857,525	$ 8,977,454
Depreciation and amortization	65,187	-	65,187	70,196	-	70,196
Segment income (loss) before income taxes*	3,459,359	70,445	3,529,804	3,251,553	(52,620)	3,198,933
Segment assets	2,893,000	378,643	3,271,643	3,018,158	362,946	3,381,104
Capital expenditure	32,825	-	32,825	106,556	-	106,556

Reconciliation to Consolidated Amounts

	2005	2004
Income before income taxes		
Total earnings for reportable segments	$ 3,529,804	$ 3,198,933
Other income, net	121,400	160,250
Corporate headquarters expense	(126,403)	(120,923)
Consolidated earnings before income taxes	$ 3,524,801	$ 3,238,260
Assets		
Total assets for reportable segments	$ 3,271,643	$ 3,381,104
Corporate headquarters	11,315,585	11,941,802
Total consolidated assets	$14,587,228	$15,322,906

Three months ended September 30,

	2005 GUARDIAN	2005 EASTERN	2005 TOTAL	2004 GUARDIAN	2004 EASTERN	2004 TOTAL
Revenues from external customers	$ 2,793,515	$ 255,979	$ 3,049,494	$ 2,697,595	$ 289,788	$ 2,987,383
Depreciation and amortization	20,437	-	20,437	20,429	-	20,429
Segment income (loss) before income taxes*	1,131,460	38,492	1,169,952	1,085,557	(6,566)	1,078,991

Reconciliation to Consolidated Amounts

	2005	2004
Income before income taxes		
Total earnings for reportable segments	$ 1,169,952	$ 1,078,991
Other income, net	74,388	53,855
Corporate headquarters expense	(47,224)	(44,750)
Consolidated earnings before income taxes	$ 1,197,116	$ 1,088,096

Other Significant items

Nine months ended September 30,

	2005 Segment Totals	2005 Corporate	2005 Consolidated Totals	2004 Segment Totals	2004 Corporate	2004 Consolidated Totals
Expenditures for assets	$ 32,825	$ 76,053	$108,878	$106,556	$ 15,235	$121,791
Depreciation and amortization	65,187	84,082	149,269	70,196	80,429	150,625

Geographic Information

	2005 Revenues	2005 Long-Lived Assets	2004 Revenues	2004 Long-Lived Assets
United States	$ 4,608,137	$ 957,280	$ 4,979,126	$ 997,482
France	1,182,796		1,117,867	
Other countries	3,906,133		2,880,461	
	$ 9,697,066	$ 957,280	$ 8,977,454	$ 997,482

Major Customers

	2005	2004
Customer A (Guardian)**	$ 3,721,307	$ 3,654,792
Customer B (Guardian)**	1,022,408	959,980
All other customers	4,953,351	4,362,682
	$ 9,697,066	$ 8,977,454

* On January 1, 2005 the Company revised the estimated overhead allocated to the Eastern Chemical subsidiary due to reductions in personnel and inventory and an overall downsizing of the Eastern operation. This has resulted in a reduction in the amount of overhead allocated to Eastern and a commensurate increase in the amount of overhead being absorbed by the Guardian division. This has also resulted in an increase in the overhead rate for the Guardian division.

If the current allocation had been used for the Eastern subsidiary in September 2004, Eastern would have had earnings from operations of $42,381 and $23,898 for the nine and three months ended September 30, 2004, respectively.

** At September 30, 2005 Customers A and B had balances approximating 37% and 15% of accounts receivable respectively. At September 30, 2004 Customers A and B had balances approximating 32% and 16% of accounts receivable respectively.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

FORWARD LOOKING STATEMENTS

Statements made in this Form 10-QSB which are not purely historical are forward-looking statements with respect to the goals, plans, objectives, intentions, expectations, financial condition, results of operations, future performance and business of the Company. Forward-looking statements may be identified by the use of such words as "believes," "may," "will," "should," "intends," "plans," "estimates," or "anticipates" or other similar expressions.

Forward-looking statements involve inherent risks and uncertainties, and important factors (many of which are beyond our control) could cause actual results to differ materially from those set forth in the forward-looking statements. In addition to those specific risks and uncertainties set forth in the Company's reports currently on file with the SEC, some other factors that may affect the future results of operations of the Company are: the development of products that may be superior to those of the Company; changes in the quality or composition of the Company's products; lack of market acceptance of the Company's products; the Company's ability to develop new products; general economic or industry conditions; intellectual property rights; changes in interest rates; new legislation or regulatory requirements; conditions of the securities markets; the Company's ability to raise capital; changes in accounting principals, policies or guidelines; financial or political instability; acts of war or terrorism; and other economic, competitive, governmental, regulatory and technical factors that may affect the Company's operations, products, services and prices.

Accordingly, results actually achieved may differ materially from those anticipated as a result of such forward-looking statements, and those statements speak only as of the date they are made. The Company does not undertake, and specifically disclaims, any obligation to update any forward-looking statements to reflect events or circumstances occurring after the date of such statements.

OVERVIEW

The Company is a Delaware corporation that operates in two business segments. Guardian conducts research, product development, manufacturing and marketing of cosmetic ingredients, personal and health care products, pharmaceuticals, and specialty industrial products. The products manufactured by Guardian are marketed through marketing partners, distributors, direct advertising, mailings, and trade exhibitions. Its most important personal care product line is its LUBRAJEL(R) line of water based moisturizing and lubricating gels. It also sells two pharmaceutical products, which are distributed primarily through drug wholesalers and surgical supply houses. There are also indirect sales to the Veteran's Administration and other government agencies, and to some hospitals and physicians.

While the Company does have competition in the marketplace for some of its products, many of its products or processes are either unique in their field or have some unique characteristics, and therefore are not in direct competition with the products or processes of other pharmaceutical, chemical, or health care companies. Guardian's research and development department is actively working on the development of new products to expand the Company's personal care line.

The Company has been issued many patents and trademarks, and intends whenever possible to make efforts to obtain patents in connection with its product development program.

Eastern distributes a line of fine organic chemicals, research chemicals, test solutions, indicators, dyes and reagents. Eastern's products are marketed through advertising in trade publications and direct mailings. Since the Company's business activities and marketing efforts over the past several years have focused increasingly on the Guardian division, the Company has reduced Eastern's inventory levels in order to make it more marketable in the event the Company decides to sell it at some future date. This has resulted in some reduction in sales as compared to previous years. Sales of this division have also declined as a result of increased competition from new and existing competitors.

Products manufactured by Guardian are marketed worldwide through the Company's extensive marketing and distribution arrangements. Approximately half of Guardian's sales are to foreign customers.

The following discussion and analysis covers material changes in the financial condition of the Company since year end December 31, 2004, and a comparison of the results of operations for the three and nine month periods ended September 30, 2005 and September 30, 2004. This discussion and analysis should be read in conjunction with "Management's Discussion and Analysis or Plan of Operation" included in the Company's Form 10-KSB for the year ended December 31, 2004.

RESULTS OF OPERATIONS

Gross revenue from operations

For the nine month period ended September 30, 2005, net sales increased $719,612 (8.0%) versus the comparable period in 2004. Guardian had a sales increase of $727,976 (9%) and Eastern had a sales decrease of $8,364 (1%).

For the three month period ended September 30, 2005, net sales increased $62,111 (2.1%) versus the comparable period in 2004. Guardian had a sales increase of $95,920 (3.6%) and Eastern had a sales decrease of $33,809 (11.7%)

The increase in Guardian's sales for the nine month period ended September 30, 2005 is believed to be due to (a) an unusually high number of shipments taking place in January that resulted from some customers requesting that their orders not be shipped until after the first of the year, and (b) normal fluctuations in the purchasing patterns of its customers. The decrease in Eastern's sales is believed to be due to normal fluctuations in the purchasing patterns of its customers. The increase in Guardian's sales for the three month period ended September 30, 2005 is believed to be due to (a) an increase in sales of some of Guardian's Lubrajel products to both new and existing customers, and (b) normal fluctuations in the purchasing patterns of its customers. The decrease in Eastern's sales for the three months ended September 30, 2005 is believed to be due to normal fluctuations in the purchasing patterns of it's customers.

Cost of sales

Cost of sales as a percentage of sales increased to 45.5% for the nine months ended September 30, 2005 from 44.6% for the comparable period ended September 30, 2004.

For the three months ended September 30, 2005 compared to the three months ended September 30, 2004 cost of sales as a percentage of sales decreased to 44.8% from 46.9%. This decrease is mainly due to the company realizing an unfavorable production variance in the three months ended September 30, 2004.

Operating Expenses

Operating expenses decreased $12,613 (0.7%) for the nine months ended September 30, 2005 compared to the comparable period in 2004. For the three month period ended September 30, 2005 operating expenses increased $9,535 (1.7%) when compared to the comparable period ended September 30, 2004.

Investment income

Investment income decreased $38,689 (24.1%) for the nine months ended September 30, 2005 as compared to the comparable period in 2004. This increase mainly was attributable to the net effect of an increase in income from securities of $75,199 and the sale of a portfolio of marketable securities, primarily bonds, the bulk of which had been managed for the Company by Merrill Lynch. The sale of this portfolio resulted in a realized loss of approximately $116,000, of which approximately $107,000 had previously been recorded in the equity section of the balance sheet as an "accumulated other comprehensive loss". Approximately $108,000 of the above loss was due to the sale of the bond portfolio managed by Merrill Lynch, which, over the 18 months the company held it, had realized interest income net of broker fees of approximately $154,000. Investment income is recorded net of brokerage fees.

For the three months ended September 30, 2005 investment income increased $20,663 (38.4%), which was mainly attributable to increased interest rates and an increase in market value of some of the investments held by the company.

Provision for income taxes

The provision for income taxes increased $125,300 (10.8%) for the nine months ended September 30, 2005 when compared to the comparable period in 2004. This increase was due to (a) increased earnings before taxes of $286,541, and (b) the adding back of the approximately $116,000 capital loss from the sale of the Merrill Lynch bond portfolio, which loss is available to offset any realized capital gains, and any excess may be carried forward for five years following the year of the loss. Income taxes increased $32,400 (8.3%) for the three months ended September 30, 2005 compared to comparable period in 2004. This increase is mainly due to an increase in income before taxes of $109,020.

We had effective income tax rates of 35.2% and 35.8% for the three-months ended September 30, 2005 and 2004, respectively, and 36.4% and 35.7% for the nine-months ended September 30, 2005 and 2004, respectively. Differences in the effective income tax rate from the statutory federal income tax rate arise primarily from state taxes net of federal benefits and other differences.

LIQUIDITY AND CAPITAL RESOURCES

Working capital increased from $11,967,840 at December 31, 2004 to $12,950,928 at September 30, 2005. The current ratio increased from 9.2 to 1 at December 31, 2004 to 23.7 to 1 at September 30, 2005. The increase in current ratio was primarily due to the net effect of a decrease in dividends payable offset by the decrease in inventories, along with increases in accounts receivable. The Company has no commitments for any further significant capital expenditures during the remainder of 2005, and believes that its working capital is and will continue to be sufficient to support its operating requirements.

The company generated cash from operations of $2,383,899 and $1,654,531 for the nine months ended September 30, 2005 and September 30, 2004 respectively. The increase was primarily due to the net income from operations and the net effect of a decrease in inventory offset by an increase in accounts receivable.

During the nine month period ended September 30, 2005, $972,306 was used in investment activities, as compared to the nine month period ended September 30, 2004 when $397,070 was provided by investing activities. The change is mainly due to the net effect of the sale (primarily bonds) and purchases (primarily bond funds) of marketable securities.

Cash used in financing activities was $2,100,907 and $713,553 for the nine months ended September 30, 2005 and September 30, 2004 respectively. The increase was due primarily to an increase in dividends paid during the nine months ended September 30, 2005.

Item 3. Controls and Procedures

(a) Evaluation of Disclosure Controls and Procedures

Within 90 days prior to the filing of this Quarterly Report on Form 10-QSB the Company's principal executive officer and principal financial officer evaluated the effectiveness of the design and operation of Company's disclosure controls and procedures (as defined in Rules 13a-14(c) and 15d-14(c) under the Securities Exchange Act of 1934 (the "Exchange Act")) and concluded that the Company's disclosure controls and procedures are effective to ensure that information required to be disclosed by the Company in reports that it files or submits under the Exchange Act is accumulated and communicated to the Company's management, including its officers, as appropriate to allow timely decisions regarding required disclosure, and are effective to ensure that such information is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms.

(b) Changes in Internal Controls

The Company's principal executive officer and principal financial officer have also concluded there were no significant changes in the Company's internal controls or in other factors that could significantly affect these controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

PART II - OTHER INFORMATION

ITEM 1 - LEGAL PROCEEDINGS: NONE
ITEM 2 - CHANGES IN SECURITIES AND USE OF PROCEEDS: NONE
ITEM 3 - DEFAULTS UPON SENIOR SECURITIES: NONE
ITEM 4 - SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS: NONE
ITEM 5 - OTHER INFORMATION: NONE
ITEM 6 - EXHIBITS AND REPORTS ON FORM 8-K

a. Exhibits

31.1 Certification of Alfred R. Globus, Chairman and Chief Executive Officer of the Company, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

31.2 Certification of Kenneth H. Globus, President and Chief Financial Officer of the Company, pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

32.1 Certification of Alfred R. Globus, Chairman and Chief Executive Officer of the Company, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

32.2 Certification of Kenneth H. Globus, President and Chief Financial Officer of the Company, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

b. Reports on Form 8-K

There was one report on Form 8-K filed during the fiscal quarter ended September 30, 2005. It was filed on August 8, 2005 and related to the issuance of an earnings release by the Company on August 5, 2005.

SIGNATURES

In accordance with the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

UNITED-GUARDIAN, INC.
(Registrant)

By: /s/ Alfred R. Globus

Alfred R. Globus
Chief Executive Officer

By: /s/ Kenneth H. Globus

Kenneth H. Globus
Chief Financial Officer

Date: November 10, 2005