

VIISAGE TECHNOLOGY INC
Form 8-K
May 20, 2005

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): May 19, 2005

VIISAGE TECHNOLOGY, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State of incorporation or organization)

000-21559
(Commission file number)

04-3320515
(I.R.S. employer identification no.)

296 Concord Road, Third Floor, Billerica, Massachusetts 01821

(Address of principal executive office) (Zip code)

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Registrant's telephone number, including area code: (978) 932-2200

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:

- 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 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing

On May 17, 2005, Viisage Technology, Inc. received a notice from the staff of The Nasdaq Stock Market indicating that the Company is subject to potential delisting from the Nasdaq National Market as a result of Viisage's failure to file its Form 10-Q for the fiscal quarter ended April 3, 2005 in a timely fashion, as required under Nasdaq Marketplace Rule 4310(c)(14). As with the previously announced notice the Company received from Nasdaq regarding the delay in filing its Form 10-K for the fiscal year ended December 31, 2004, receipt of the notice does not result in immediate delisting of the Company's common stock.

The Company appeared at a hearing before a Nasdaq Listing Qualifications Panel on May 19, 2005 to appeal the Nasdaq staff's determination. This hearing will stay the delisting until the panel has rendered its decision. There can be no assurance that the Nasdaq Listing Qualifications Panel will grant the Company's request for continued listing.

As previously announced, the filing of the Company's Form 10-K for the year ended December 31, 2004 has been delayed in order to provide additional time for the Company, its independent auditors and outside counsel to complete a review of pending litigation involving the Company and to assess their effect, if any, on the Company's financial statements for the year ended December 31, 2004. The filing of the Company's Form 10-Q for the quarter ended April 3, 2005 has been likewise delayed. The Company is working to resolve these matters and expects to file its Form 10-K and first quarter Form 10-Q as soon as practicable following the completion of this review.

A copy of the press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

The Exhibit Index immediately preceding the exhibit is incorporated herein by reference.

SIGNATURE

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.

Date: May 20, 2005

VIISAGE TECHNOLOGY, INC.

By: /s/ William K. Aulet

William K. Aulet
Chief Financial Officer

Exhibit Index

99.1 Press Release issued May 19, 2005.

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