

IMAGE SENSING SYSTEMS INC
Form 8-K
March 28, 2008

UNITED STATES

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): March 28, 2008

Image Sensing Systems, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Minnesota

(State or Other Jurisdiction of Incorporation)

0-26056

(Commission File Number)

41-1519168

(IRS Employer Identification No.)

500 Spruce Tree Centre, 1600 University Avenue West, St. Paul, Minnesota 55104

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(Address of Principal Executive Offices, Including Zip Code)

(651) 603-7700

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(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:

- ☐ 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))

Section 7 Regulation FD

Item 7.01. Regulation FD.

This Current Report on Form 8-K is being filed by Image Sensing Systems, Inc. (the "Company") in response to a Current Report on Form 8-K dated March 12, 2008 that was filed on March 28, 2008. That Current Report on Form 8-K was filed by a financial printer without the Company's authorization or approval, and it was not filed by the Company. The Company has not filed a registration statement with the Securities and Exchange Commission.

The only Current Report on Form 8-K that the Company authorized and approved to be filed on March 28, 2008 was the Current Report on Form 8-K dated March 27, 2008 that reported the change in executive compensation.

SIGNATURES

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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.

IMAGE SENSING SYSTEMS, INC.

By: /s/ Gregory R. L. Smith
Gregory R. L. Smith
Chief Financial Officer

Dated: March 28, 2008
