

SAND HILL IT SECURITY ACQUISITION CORP  
Form 8-K  
July 27, 2006

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): **July 26, 2006**

**SAND HILL IT SECURITY ACQUISITION CORP.**  
(Exact name of registrant as specified in its charter)

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|--|--|---|
| <b>Delaware</b><br>(State or other jurisdiction of<br>incorporation) | <b>0-50813</b><br>(Commission File Number) | <b>20-0996152</b><br>(IRS Employer<br>Identification No.) |
|--|--|---|

**3000 Sand Hill Road**  
**Building 1, Suite 240**  
**Menlo Park, California**  
(Address of principal executive offices)

**94025**  
(Zip Code)

Registrant's telephone number, including area code: **(650) 926-7022**

(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 8.01 Other Events

On July 26, 2006, Sand Hill IT Security Acquisition Corp. (the "Company") issued a press release announcing that a special meeting of stockholders had been adjourned. The adjourned meeting will be reconvened on July 27, 2006 at 7:00 a.m. (eastern time) at the Company's offices, 3000 Sand Hill Road, Building 1, Suite 240, Menlo Park, California 94025. A copy of the press release is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

(a) **Financial statements of businesses acquired.**

Not applicable.

(b) **Pro forma financial information.**

Not applicable.

(c) **Exhibits.**

The following exhibits are furnished in accordance with the provisions of Item 601 of Regulation S-K:

| <b><u>Exhibit</u></b><br><b><u>Number</u></b> | <b><u>Description of Exhibit</u></b>  |
|---|---|
| 99.1  | Press Release dated July 26, 2006 issued by Sand Hill IT Security Acquisition Corp. |

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**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.

**SAND HILL IT SECURITY ACQUISITION CORP.**

Date: July 26, 2006

By: /s/ Humphrey P. Polanen

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Name: Humphrey P. Polanen  
Title: Chief Executive Officer