

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))

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### **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