

SAND HILL IT SECURITY ACQUISITION CORP  
Form 8-K  
July 24, 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 24, 2006**

**SAND HILL IT SECURITY ACQUISITION CORP.**

(Exact name of registrant as specified in its charter)

**Delaware** **0-50813**  
(State or other jurisdiction of incorporation) (Commission File Number)

**20-0996152**  
(IRS Employer

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)

## Edgar Filing: SAND HILL IT SECURITY ACQUISITION CORP - Form 8-K

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))

**Item 8.01 Other Events.**

On July 24, 2006, Sand Hill IT Security Acquisition Corp. (the Company) issued a press release announcing that it would hold a conference call for holders of Sand Hill's public securities on Monday, July 24, 2006 at 4:00 PM Eastern time to discuss its planned acquisition of St. Bernard Software. A copy of the press release is attached 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>Exhibit</b>	<b><u>Description of Exhibit</u></b>
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<b><u>Number</u></b>	
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99.1	Press Release dated July 24, 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 24, 2006

By: /s/ Humphrey P. Polanen

Name: Humphrey P. Polanen

Title: Chief Executive Officer