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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 December 19, 2005, the Company announced that on December 16, 2005, the Company filed a registration statement with the Securities and Exchange Commission in connection with the Company's proposed merger with St. Bernard Software, Inc.. A copy of the press release announcing the filing of the registration statement is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

**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 Number</u></b>	<b><u>Description of Exhibit</u></b>
99.1	Press Release dated December 19, 2005

**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: December 16, 2005

By: /s/ Humphrey P. Polanen  
Name: Humphrey P. Polanen  
Title: Chief Executive Officer