



Item 8.01

Other Events

On July 13, 2006, Sand Hill IT Security Acquisition Corp. (the "Company") issued a press release announcing the engagement of Advantage Proxy to solicit proxies in connection with its special meeting to be held on July 26, 2006 to approve its merger with St. Bernard Software, Inc. A copy of the press release is attached hereto as Exhibit 99.1. A copy of certain materials to be used in connection with the solicitation of proxies is attached hereto as Exhibit 99.2.

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 Number</b>	<b>Description of Exhibit</b>
99.1	Press Release dated July 13, 2006 issued by Sand Hill IT Security Acquisition Corp.
99.2	Proxy Solicitation Script

**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 13, 2006

By: /s/ Humphrey P. Polanen

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Name: Humphrey P. Polanen

Title: Chief Executive Officer

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