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Emrise CORP
Form 8-K
November 07, 2005

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): NOVEMBER 7, 2005

EMRISE CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE	1-10346	77-0226211
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(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

9485 HAVEN AVENUE, SUITE 100, RANCHO CUCAMONGA, CA 91730

(Address of Principal Executive Officers) (Zip Code)

Registrant's telephone number, including area code: (909) 987-9220

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 (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

Emrise Corporation is preparing to hold its 2005 annual meeting of stockholders at 10:00 a.m. on December 21, 2005 at Emrise's headquarters located at 9485 Haven Avenue, Suite 100, Rancho Cucamonga, California 91730. All holders of record of Emrise's common stock outstanding

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as of the close of business on November 9, 2005 will be entitled to vote at the annual meeting. Because Emrise's 2005 annual meeting is more than 30 days from the anniversary date of Emrise's 2004 annual meeting date, Emrise desires to inform its stockholders of the deadlines for stockholder proposals to be discussed and voted upon at the 2005 annual meeting.

Proposals by stockholders that are intended for inclusion in Emrise's proxy statement and proxy and to be presented at Emrise's 2005 annual meeting must be delivered to Emrise's chief financial officer at Emrise's headquarters by November 10, 2005 in order to be considered for inclusion in Emrise's proxy materials. Those proposals may be included in Emrise's proxy materials if they comply with the rules and regulations of the Securities and Exchange Commission governing stockholder proposals.

For all other proposals by stockholders to be timely, a stockholder's notice must be delivered to, or mailed and received at, Emrise's headquarters not later than November 10, 2005. If a stockholder fails to notify Emrise of any such proposal on or prior to that date, then the chairperson of the meeting may prohibit the proposal from being presented at the meeting.

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.

Dated: November 7, 2005

EMRISE CORPORATION

By: /s/ RANDOLPH D. FOOTE

Randolph D. Foote, Chief Financial Officer