

Emrise CORP  
Form 8-K  
March 31, 2010

**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 (earliest event reported): **March 31, 2010**

**EMRISE CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**1-10346**  
(Commission  
file number)

**77-0226211**  
(I.R.S. Employer  
Identification No.)

**611 Industrial Way**

**Eatontown, NJ 07224**

(Address of principal executive offices) (Zip code)

**(732) 389-0355**

(Registrant's telephone number, including area code)

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**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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**Item 2.02 Results of Operations and Financial Condition**

On March 31, 2010, EMRISE Corporation issued a press release entitled EMRISE Unaudited 2009 Financial Results . A copy of the press release is attached hereto and incorporated by reference as Exhibit 99.1.

**Item 7.01 Regulation FD Disclosure**

The disclosure contained in Item 2.02 is incorporated by reference into this item 7.01.

**Item 9.01 Financial Statements and Exhibits**

d. Exhibits:

99.1

Press Release titled EMRISE Releases Unaudited 2009 Financial Results dated March 31, 2010.

**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 thereunto duly authorized.

EMRISE CORPORATION

Dated: March 31, 2010

By:

/s/ D. John Donovan  
D. John Donovan, Chief Financial Officer  
(principal financial officer)

**INDEX TO EXHIBITS ATTACHED TO THIS REPORT**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release titled EMRISE Releases Unaudited 2009 Financial Results dated March 31, 2010.