

SHARPS COMPLIANCE CORP
Form 8-K
April 28, 2009

**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): **April 28, 2009**

Sharps Compliance, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

000-22390
(Commission File Number)

74-2657168
(IRS Employer
Identification No.)

9220 Kirby Drive, Suite 500, Houston, Texas
(Address of principal executive offices)

77054
(Zip Code)

Registrant's telephone number, including area code: **(713) 432-0300**

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. Disclosure of Results of Operations and Financial Condition
Item 9.01. Financial Statements and Exhibits

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Press Release

Item 2.02. Results of Operations and Financial Condition.

On April 28, 2009, the Company announced its results of operations for three and nine months ended March 31, 2009. A copy of the earnings release is attached as Exhibit 99.1.

The information in this Current Report is being furnished pursuant to Item 2.02 including Exhibit 99.1 of Form 8-K and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Act of 1934, as amended (the "Exchange Act") , and Section 11 of the Securities Act of 1933, as amended, otherwise subject to the liabilities of those sections nor incorporated by reference in any filing under the Exchange Act unless specifically referenced in such subsequent filing as being incorporated by reference. The Company does not undertake a duty to update the information in this Current Report and cautions that the information included in this Current Report is current only as of April 28, 2009 and may change thereafter.

Item 9.01. Financial Statements and Exhibits.

- (a) Financial Information

Not applicable.

- (b) Pro Forma Financial Information

Not applicable.

- (c) Exhibits

| Exhibit | Description |
|---------|-------------------------------------|
| 99.1 | Press Release, dated April 28, 2009 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sharps Compliance, Inc.

Date: April 28, 2009

By: /s/ DAVID P. TUSA

David P. Tusa

Executive Vice President, Chief Financial Officer and Business Development

INDEX TO EXHIBITS

| Exhibit Number | Description |
|----------------|-------------------------------------|
| 99.1 | Press Release, dated April 28, 2009 |