

SCANNER TECHNOLOGIES CORP
Form 8-K
June 11, 2007

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): **May 31, 2007**

SCANNER TECHNOLOGIES CORPORATION

(Exact Name of Registrant as Specified in its Charter)

New Mexico

(State or Other Jurisdiction of Incorporation)

000-08149
(Commission File Number)

85-0169650
(IRS Employer
Identification No.)

14505 21st Avenue North, Suite 220

Minneapolis, Minnesota 55447

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(Address of Principal Executive Offices) (Zip Code)

(763) 476-8271

(Registrant's Telephone Number, Including Area Code)

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))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers.

On May 31, 2007, at the Annual Meeting of shareholders of Scanner Technologies Corporation (the Company), the shareholders approved an amendment to the 2004 Equity Incentive Plan (the Plan) to increase the shares reserved under the Plan from 2,300,000 to 3,800,000. A summary of the amendment was provided in such proxy statement and is incorporated herein by reference. A copy of the Plan, as amended, is attached hereto as Exhibit 10.1.

Item 9.01 Financial Statements and Exhibits.

- (a) Financial statements: None.
- (b) Pro forma financial information: None.
- (c) Exhibits:
 - 10.1 2004 Equity Incentive Plan, as Amended

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SIGNATURE

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: May 31, 2007

SCANNER TECHNOLOGIES CORPORATION

By /s/ Elwin M. Beaty
Elwin M. Beaty
President, Chief Executive Officer and
Chief Financial Officer

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

EXHIBIT INDEX TO FORM 8-K

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SCANNER COMMUNICATIONS, INC.

| EXHIBIT NO. | ITEM |
|-------------|--|
| 10.1 | 2004 Equity Incentive Plan, as Amended |

