

ISCO INTERNATIONAL INC  
Form 8-K  
June 20, 2006

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**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): June 16, 2006

**ISCO INTERNATIONAL, INC.**

(Exact Name of Registrant as Specified in Charter)

**DELAWARE**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**000-22302**  
(Commission File Number)

**36-3688459**  
(I.R.S. Employer Identification  
Number)

**1001 Cambridge Drive, Elk Grove Village,**  
**ILLINOIS**  
(Address of Principal Executive Offices)

**(847) 391-9400**

**60007**  
(Zip Code)

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K 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
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act

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“ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

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**Item 7.01. Regulation FD Disclosure**

On June 16, 2006, the Company held its Annual Meeting of Stockholders (the Meeting ). Copies of slides presented at the Meeting relating to the Company s operations are attached as Exhibit 99.1 to this Report.

**Item 8.01. Other Events**

At the Meeting, the following proposals were approved by the margins indicated:

	<b>Number of Shares</b>	
	<b>Voted For</b>	<b>Withheld</b>
1. To elect directors to the Board of Directors for a term of one (1) year and until his successor is duly elected and qualified.		
Mr. John Thode	159,199,650	3,055,997
Mr. Jim Fuentes	158,772,256	3,483,391
Dr. Amr Abdelmonem	159,179,101	3,076,546
Dr. George Calhoun	158,677,732	3,577,915
Mr. Mike Fenger	158,938,910	3,316,737
Mr. Ralph Pini	159,173,100	3,082,547
Mr. Tom Powers	159,032,813	3,222,834

	<b>Number of Shares</b>		
	<b>Voted For</b>	<b>Against</b>	<b>Abstain</b>
2. To approve the proposed restricted stock grant to John Thode, the Company s President and Chief Executive Officer, and the corresponding amendment to the Company s 2003 Equity Incentive Plan, as amended	17,754,999	4,910,973	500,347
3. To approve the appointment of Grant Thornton LLP as the independent auditors of the Company s financial statements for the fiscal year ending December 31, 2006	159,435,551	2,425,980	394,116
Attached hereto as Exhibit 99.2 is a copy of the Company s Equity Incentive Plan as amended at the Meeting.			

**Item 9.01. Financial Statements, Pro Forma Financial Information and Exhibits**

The following exhibit is filed with this Form 8-K:

(d)	<b>Exhibit No.</b>	<b>Description</b>
	99.1	Presentation Slides dated June 16, 2006.
	99.2	ISCO International, Inc. 2003 Equity Incentive Plan, as amended.

**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.

**ISCO INTERNATIONAL, INC.**

Date: June 20, 2006

By: **/s/ FRANK CESARIO**  
**Frank Cesario**  
**Chief Financial Officer**

**Index of Exhibits**

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\* Filed herewith