

ELECTRIC CITY CORP
Form 8-K
June 13, 2006

**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 earliest event reported): June 12, 2006

ELECTRIC CITY CORP.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of
incorporation or organization)

001-16265

(Commission File #)

36-4197337

(IRS Employer Identification No.)

1280 Landmeier Road, Elk Grove Village, Illinois 60007-2410

(Address of principal executive offices)

(847) 437-1666

(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))
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Item 3.03 Material Modification to Rights of Security Holders

On June 12, 2006, Electric City Corp. (the Company) announced that its Board of Directors had approved a 1 for 15 reverse split of its common stock. The reverse split will take effect and the shares will begin trading on a post-split basis at the opening of business on Thursday, June 15, 2006. No fractional shares will be issued in connection with the reverse split. All fractional shares that result from the split will be rounded to the nearest whole share. After giving effect to the reverse split the Company will have approximately 3,420,000 shares of common stock outstanding and Series E preferred stock convertible into approximately 1,550,000 shares of common stock.

Item 8.01 Other Events

In connection with the delisting of its common stock from the American Stock Exchange and commencement of trading on the OTC Bulletin Board, the ticker symbol for the Company s common stock was changed effective June 12, 2006 to ELCC.

Following the reverse split the Company s common stock will trade under the ticker symbol ELCCD. After 20 trading days the D designation will be removed and its ticker symbol will revert to ELCC.

A copy of the press release relating to the matters described above is attached as exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

- (a) Not Applicable
- (b) Not Applicable
- (c) Not Applicable
- (d) Exhibits

99.1 Press release issued by Electric City Corp. dated June 12, 2006

SIGNATURE

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

ELECTRIC CITY CORP.:

Dated: June 12, 2006

By: /s/ Jeffrey Mistarz
Jeffrey Mistarz
Chief Financial Officer & Treasurer