

TOP IMAGE SYSTEMS LTD  
Form 6-K  
February 22, 2010

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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Form 6-K

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Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934

For the month of February, 2010

Commission File Number 001-14552

Top Image Systems Ltd.  
(Translation of registrant's name into English)

2 Ben Gurion Street, Ramat Gan, Israel 52573  
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

This Form 6-K including all attachments is being incorporated by reference into the Registration Statement on Form S-8 (file no. 333-125064) and the Registration Statement on Form F-3 (file no. 333-119885).

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Attached hereto is a copy of the Registrant's press release dated February 16, 2010, reporting regaining compliance with NASDAQ listing requirements.

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.

Top Image Systems Ltd.

Date: February 21, 2010

By: /s/ Ido Schechter  
Ido Schechter  
Chief Executive Officer

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FOR IMMEDIATE RELEASE

BUSINESS NEWS

Top Image Systems Regains Compliance with NASDAQ Listing Requirements

Tel Aviv, Israel, February 16, 2010 Top Image Systems, Ltd. (TIS) (Nasdaq: TISA; TASE: TISA) announced that the Company received a letter from The NASDAQ Stock Market advising that it had regained compliance with the NASDAQ's minimum bid price listing requirements.

TIS had received a NASDAQ Staff Deficiency Letter on September 16, 2009 stating that it is not in compliance with the minimum bid price requirement for continued listing set forth in Listing Rule 5550(a)(2) which requires listed securities to maintain a minimum bid price of \$1.00 per share.

According to the letter from the Nasdaq, TIS was given a grace period of 180 calendar days, starting September 16, 2009, to regain compliance with the minimum bid price requirement.

The letter received from NASDAQ stated TIS's common stock has closed above the \$1.00 minimum bid price for 10 consecutive trading days. Therefore, the Company has regained compliance and NASDAQ advised that the matter is now closed.

"We are pleased to be back in compliance with NASDAQ's bid rule," said Ido Schechter, CEO. "It is encouraging to see investors reacting favorably to some recent business and financial announcements we have made to improve our capital position."

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#### About Top Image Systems

Top Image Systems is a leading innovator of enterprise solutions for managing and validating content entering organizations from various sources. Whether originating from mobile, electronic, paper or other sources, TIS solutions deliver the content to applications that drive the organization. TIS's eFLOW Unified Content Platform is a common platform for the company's solutions. TIS markets its platform in more than 30 countries through a multi-tier network of distributors, system integrators, value added resellers as well as strategic partners. Visit the company's website [www.TopImageSystems.com](http://www.TopImageSystems.com) for more information.

#### Caution Concerning Forward-Looking Statements

Certain matters discussed in this news release are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, particularly statements regarding future operating or financial performance. Words such as “will,” “expects,” “anticipates,” “estimates,” “intends,” “believes,” “plans” and words and phrases of similar substance in connection with any discussion of future operating or financial performance identify forward-looking statements. These statements are based on management’s current expectations or beliefs and are subject to a number of risks and uncertainties that could cause actual results to differ materially including, but not limited to, risks in product development plans and schedules, rapid technological change, changes and delays in product approval and introduction, customer acceptance of new products, the impact of competitive products and pricing, market acceptance, the lengthy sales cycle, proprietary rights of TIS and its competitors, risk of operations in Israel, government regulation, dependence on third parties to manufacture products, quarterly fluctuations in sales of products in the Data Capture market (where in general the fourth quarter is the strongest and the first quarter is the weakest), TIS’s ability to successfully integrate businesses it acquires, litigation (including litigation over intellectual property rights), general economic conditions and other risk factors detailed in the Company's most recent annual report on Form 20-F and other subsequent filings with the United States Securities and Exchange Commission. We are under no obligation to, and expressly disclaim any obligation to, update or alter our forward-looking statements, whether as a result of new information, future events or otherwise.

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#### Contacts:

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