

CLEAN DIESEL TECHNOLOGIES INC  
Form 8-K/A  
May 20, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K/A  
Amendment No. 1  
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 14, 2010  
CLEAN DIESEL TECHNOLOGIES, INC.  
(Exact name of registrant as specified in its charter)**

**Delaware**

**001-33710**

**06-1393453**

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

**Suite 1100, 10 Middle Street, Bridgeport, CT**

**06604**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number including area code: **(203) 416-5290**

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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**Explanatory Note**

This current report on Form 8-K/A amends the Registrant's current report on Form 8-K filed on May 14, 2010 (the Initial Form 8-K). This report discusses the items disclosed under Item 4.02 in the Initial Form 8-K in more detail and attaches a letter from Eisner LLP, the Registrant's independent registered public accounting firm. Except for the additional information contained in Item 4.02, Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review below and the filing of Eisner LLP's letter herewith, the disclosures made in the Initial Form 8-K remain unchanged.

**Item 4.02 Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review.**

John B. Wynne, Jr., the Registrant's Interim Chief Financial Officer, Vice President and Treasurer and an authorized officer of the Registrant, and Charles W. Grinnell, a member of the Registrant's board of directors and Vice President and Corporate Secretary of the Registrant, discussed the matters disclosed under Item 4.02 in the Initial Form 8-K with Eisner LLP, the Registrant's independent registered public accounting firm, and provided Eisner LLP with a copy of such disclosure. Eisner LLP has provided the Registrant with a letter relative to their review of this disclosure which is filed herewith as exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

**Exhibit**

**Description**

99.1 Letter from Independent Public Accounting Firm, dated May 18, 2010

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**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.

**Clean Diesel Technologies, Inc.**

By: /s/ John B. Wynne, Jr.  
John B. Wynne, Jr.  
Its: Interim Chief Financial Officer, Vice  
President and Treasurer

Dated: May 20, 2010

**EXHIBIT INDEX**

**Exhibit**

<b>No.</b>	<b>Description</b>
99.1	Letter from Independent Public Accounting Firm, dated May 18, 2010