

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES  
EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): June 18, 2008

**INGEN TECHNOLOGIES, INC.**  
(Exact name of registrant as specified in its charter)

Georgia ----- (State or other jurisdiction of incorporation or organization) Number)	000-28704 ----- (Commission File Number)	88-0429044 ----- (I.R.S. Employer Identification
35193 Avenue "A", Suite-C, Yucaipa, California ----- (Address of principal executive offices)		92399 ----- (Zip Code)
	(800) 259-9622 ----- (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 (see General Instruction A.2. below):

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

Mr. Scott R. Sand, the Chief Executive Officer of Ingen Technologies, Inc., a Georgia corporation, concluded on June 18, 2008 that the registrant's financial statements for the year ended May 31, 2006 and May 31, 2007 included as part of the registrant's Form 10-KSB for the year ended May 31, 2007 and the registrant's financial statements included as part of the registrant's interim reports on Form 10-QSB for periods ending August 31, 2006, November

30, 2006, February 28, 2007, August 31, 2007 and November 30, 2007 should no longer be relied upon because of one or more errors in such financial statements.

The registrant will included restatements of its May 31, 2006, May 31, 2007, August 31, 2006, November 30, 2006, February 28, 2007, August 31, 2007 and November 30, 2007 financial statements as part of the registrant's Form 10-K for the year ended May 31, 2008 that is due to be filed August 29, 2008.

### **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.

*DATED: July 28, 2008*

*INGEN TECHNOLOGIES, INC.*

*By: /s/ Scott R. Sand*

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*Scott R. Sand,  
Chief Executive Officer*