

GUIDANCE SOFTWARE, INC.

FORM 3

(Initial Statement of Beneficial Ownership)

Filed 12/12/2006 For Period Ending 12/12/2006

Address	215 NORTH MARENGO AVENUE PASADENA, California 91101
Telephone	626-229-9191
CIK	0001375557
Industry	Not Assigned
Fiscal Year	12/31

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FORM 3

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

OMB APPROVAL
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a)
of the Public Utility Holding Company Act of 1935 or Section 30(h) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement (MM/DD/YYYY)		3. Issuer Name and Ticker or Trading Symbol		
Sansone Frank			12/12/2006		Guidance Software, Inc. [GUID]		
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
GUIDANCE SOFTWARE, INC, 215 NORTH MARENGO AVE.			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Financial Officer /				
(Street)			5. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)		
PASADENA, CA 91101					<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)					

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to Purchase Common Stock	(1)	2/6/2014	Common Stock	61000	\$4.54	D	
Option to Purchase Common Stock	(2)	4/20/2015	Common Stock	169005	\$4.54	D	
Option to Purchase Common Stock	(3)	7/31/2016	Common Stock	25000	\$10.75	D	

Explanation of Responses:

- Options will vest and become exercisable as to 25% of the shares of Common Stock subject to such options on January 1, 2005 and on each of the following three anniversaries of the initial vesting date
- Options will vest and become exercisable as to 25% of the shares of Common Stock subject to such options on January 1, 2006 and on

each of the following three anniversaries of the initial vesting date

- (3) Options will vest and become exercisable as to 25% of the shares of Common Stock subject to such options on July 1, 2007 and on each of the following three anniversaries of the initial vesting date

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sansone Frank GUIDANCE SOFTWARE, INC 215 NORTH MARENGO AVE. PASADENA, CA 91101			Chief Financial Officer	

Signatures

/s/ Frank Sansone

12/12/2006

Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.