

CHINA SECURITY & SURVEILLANCE TECHNOLOGY, INC.  
Form SC 13D/A  
December 18, 2007

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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SCHEDULE 13D  
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO  
RULE 13d-2(a)

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

China Security & Surveillance Technology, Inc.

-----  
(Name of Issuer)

Common Stock, par value \$0.0001 per share

-----  
(Title of Class of Securities)

G21161107

-----  
(CUSIP Number)

Marc Weingarten, Esq.  
Schulte Roth & Zabel LLP  
919 Third Avenue  
New York, New York 10022  
(212) 756-2000

-----  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

December 14, 2007

-----  
(Date of Event which Requires  
Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. [ ]

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and

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for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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-----  
 1 NAME OF REPORTING PERSON  
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
  
 CLINTON GROUP, INC.  
 -----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
 (b) [ ]  
 -----  
 3 SEC USE ONLY  
 -----  
 4 SOURCE OF FUNDS\*  
  
 AF  
 -----  
 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
 TO ITEMS 2(d) or 2(e) [ ]  
 -----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
 DELAWARE  
 -----  
 7 SOLE VOTING POWER  
  
 -0-  
 -----  
 NUMBER OF 8 SHARED VOTING POWER  
 SHARES 2,001,730  
 BENEFICIALLY OWNED BY  
 EACH 9 SOLE DISPOSITIVE POWER  
 REPORTING PERSON WITH -0-  
 -----  
 10 SHARED DISPOSITIVE POWER  
  
 2,001,730  
 -----  
 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON  
  
 2,001,730  
 -----

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-----  
 12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
 CERTAIN SHARES\* [ ]  
 -----  
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
 4.7%  
 -----  
 14 TYPE OF REPORTING PERSON\*  
 IA; CO  
 -----

\* SEE INSTRUCTIONS

-----  
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 -----

-----  
 1 NAME OF REPORTING PERSON  
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
 CLINTON MULTISTRATEGY MASTER FUND, LTD.  
 -----

-----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
 (b) [ ]  
 -----

-----  
 3 SEC USE ONLY  
 -----

-----  
 4 SOURCE OF FUNDS\*  
 WC  
 -----

-----  
 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
 TO ITEMS 2(d) or 2(e) [ ]  
 -----

-----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
 CAYMAN ISLANDS  
 -----

-----  
 7 SOLE VOTING POWER  
 -0-  
 -----

-----  
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
 8 SHARED VOTING POWER  
 1,463,233  
 -----

-----  
 9 SOLE DISPOSITIVE POWER  
 -0-  
 -----

-----  
 10 SHARED DISPOSITIVE POWER  
 -----



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EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER  
-0-

10 SHARED DISPOSITIVE POWER

352,807

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON

352,807

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

[ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.8%

14 TYPE OF REPORTING PERSON\*

CO

\* SEE INSTRUCTIONS

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

CLINTON LEXINGTON MASTER FUND, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ]

(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

UNITED STATES

7 SOLE VOTING POWER

-0-

|   |   |                          |  |
|---|---|--------------------------|--|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 8   | SHARED VOTING POWER      |  |
|   | 185,690   |                          |  |
|   | 9   | SOLE DISPOSITIVE POWER   |  |
|   | -0-   |                          |  |
|   | 10  | SHARED DISPOSITIVE POWER |  |
|   | 185,690   |                          |  |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON                    |                          |  |
|   | 185,690   |                          |  |
| 12  | CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES<br>CERTAIN SHARES* |                          |  |
|   | [ ]   |                          |  |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)                    |                          |  |
|   | 0.4%  |                          |  |
| 14  | TYPE OF REPORTING PERSON*   |                          |  |
|   | PN  |                          |  |

\* SEE INSTRUCTIONS

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|   |   |                    |
|---|---|--------------------|
| 1 | NAME OF REPORTING PERSON<br>I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) |                    |
|   | GEORGE E. HALL  |                    |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*                                       | (a) [ ]<br>(b) [ ] |
| 3 | SEC USE ONLY  |                    |
| 4 | SOURCE OF FUNDS*  |                    |
|   | AF  |                    |
| 5 | CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT<br>TO ITEMS 2(d) or 2(e)  | [ ]                |

|   |  |                          |
|---|--|--------------------------|
| 6   | CITIZENSHIP OR PLACE OF ORGANIZATION                               |                          |
|   | UNITED STATES  |                          |
|   | 7  | SOLE VOTING POWER        |
|   |  | -0-                      |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 8  | SHARED VOTING POWER      |
|   |  | 2,001,730                |
|   | 9  | SOLE DISPOSITIVE POWER   |
|   |  | -0-                      |
|   | 10   | SHARED DISPOSITIVE POWER |
|   |  | 2,001,730                |
| 11  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON                 |                          |
|   |  | 2,001,730                |
| 12  | CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* | [ ]                      |
| 13  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)                 |                          |
|   |  | 4.7%                     |
| 14  | TYPE OF REPORTING PERSON*  |                          |
|   | IN   |                          |

\* SEE INSTRUCTIONS

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The Schedule 13D filed on November 6, 2007 by Clinton Group, Inc., a Delaware corporation ("CGI"), Clinton Multistrategy Master Fund, Ltd, a Cayman Islands company ("CMSF"), Clinton Special Opportunities Master Fund, Ltd., a Cayman Islands company ("CSO"), Clinton Lexington Master Fund, L.P., a Cayman Islands exempted limited partnership ("CLEX") and George Hall (collectively, the "Reporting Persons") with respect to the shares of Common Stock, par value \$0.0001 per share (the "Shares") of China Security & Surveillance Technology, Inc., a Delaware corporation (the "Issuer") is hereby amended by this Amendment No. 1. This is the final amendment to this Schedule 13D and an exit filing for the Reporting Persons.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

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Paragraphs (a), (b), (c) and (e) of the Schedule 13D are hereby amended and restated as follows:

(a) As of the close of business on December 17, 2007, the Reporting Persons beneficially owned an aggregate of 2,001,730 Shares, constituting approximately 4.7% of the Shares outstanding.

The aggregate percentage of Shares beneficially owned by the Reporting Persons is based upon 42,153,676 Shares outstanding, which is the total number of Shares outstanding as of November 9, 2007 as reported by the Issuer in its Quarterly Report filed on November 13, 2007 on Form 10-Q for the period ended September 30, 2007.

(b) By virtue of investment management agreements with each of CMS, CSO and CLEX, CGI has the power to vote or direct the voting, and to dispose or direct the disposition, of all of the 1,463,233 Shares held by CMSF, the 352,807 Shares held by CSO and the 185,690 Shares held by CLEX. By virtue of his direct and indirect control of CGI, George E. Hall is deemed to have shared voting power and shared dispositive power with respect to all Shares as to which CGI has voting power or dispositive power. Accordingly, CGI and George E. Hall are deemed to have shared voting and shared dispositive power with respect to an aggregate of 2,001,730 Shares.

(c) Information concerning transactions in the Shares effected by the Reporting Persons since the most recent filing on Schedule 13D is set forth in Schedule B hereto and is incorporated herein by reference. Unless otherwise indicated, all of such transactions were effected in the open market.

(e) The Reporting Persons ceased to be the beneficial owners of more than five percent of the Shares on December 14, 2007.

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SIGNATURES

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: December 18, 2007

CLINTON GROUP, INC.

By: /s/ Francis Ruchalski

-----  
Name: Francis Ruchalski  
Title: Comptroller

CLINTON MULTISTRATEGY MASTER FUND, LTD.

By: Clinton Group, Inc. its investment manager



By: /s/ Francis Ruchalski  
-----

Name: Francis Ruchalski  
Title: Comptroller

CLINTON SPECIAL OPPORTUNITIES MASTER FUND, LTD.

By: Clinton Group, Inc. its investment  
manager

By: /s/ Francis Ruchalski  
-----

Name: Francis Ruchalski  
Title: Comptroller

CLINTON LEXINGTON MASTER FUND, L.P.

By: Clinton Group, Inc. its investment  
manager

By: /s/ Francis Ruchalski  
-----

Name: Francis Ruchalski  
Title: Comptroller

/s/ George E. Hall  
-----

George E. Hall

-----  
CUSIP NO. 526262100  
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SCHEDULE B

TRANSACTIONS IN THE SHARES BY THE REPORTING PERSONS SINCE NOVEMBER 6, 2007

Clinton Multistrategy Master Fund, Ltd.

| Trade Date | Shares Purchased (Sold) | Price Per Share (\$) |
|------------|-------------------------|----------------------|
| -----      | -----                   | -----                |
| 11/07/07   | 24,100                  | 22.5275              |
| 11/08/07   | 75,000                  | 22.9467              |
| 11/08/07   | 8,500                   | 23.1345              |
| 11/12/07   | 8,200                   | 18.7827              |
| 11/13/07   | 10,345                  | 21.8665              |
| 12/05/07   | 9,500                   | 21.7342              |
| 12/05/07   | (47,445)                | 22.6918              |
| 12/07/07   | 1,900                   | 21.1032              |
| 12/10/07   | 11,200                  | 20.845               |
| 12/11/07   | 5,900                   | 21.4238              |
| 12/11/07   | (12,900)                | 22.3501              |
| 12/12/07   | (700)                   | 22.00                |

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|          |           |         |
|----------|-----------|---------|
| 12/14/07 | (45,000)  | 23.0165 |
| 12/14/07 | (102,900) | 22.6645 |

Clinton Special Opportunities Master Fund, Ltd.

| Trade Date | Shares Purchased (Sold) | Price Per Share (\$) |
|------------|-------------------------|----------------------|
| 11/08/07   | 75,000                  | 22.9467              |
| 11/08/07   | 8,500                   | 23.1345              |
| 11/09/07   | 52,300                  | 20.724               |
| 11/12/07   | 5,000                   | 18.7827              |
| 11/13/07   | 6,000                   | 21.8665              |
| 12/11/07   | 3,000                   | 21.4238              |
| 12/11/07   | (6,600)                 | 22.3501              |
| 12/14/07   | (10,000)                | 23.0165              |

Clinton Lexington Master Fund, L.P.

| Trade Date | Shares Purchased (Sold) | Price Per Share (\$) |
|------------|-------------------------|----------------------|
| 11/12/07   | 3,300                   | 18.7827              |
| 11/13/07   | 4,000                   | 21.8665              |
| 12/11/07   | 2,900                   | 21.4238              |
| 12/11/07   | (6,460)                 | 22.3501              |
| 12/14/07   | (5,000)                 | 23.0165              |