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

FORM 10-Q

(Mark one)
☒ Quarterly Report Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

For the quarterly period ended June 30, 2009

or

☐ Transition Report Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

For the transition period from _________ to _________

Commission File Number: 0-24277

CLARUS CORPORATION

(Exact name of registrant as specified in its charter)

Delaware	58-1972600
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

One Landmark Square
Stamford, Connecticut 06901
(Address of principal executive offices)
(Zip code)

(203) 428-2000
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES ☒ NO ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). YES ☐ NO ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. Large accelerated filer ☐ Accelerated filer ☒ Non-accelerated filer ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act) YES ☐ NO ☒

As of July 27, 2009, there were outstanding 17,366,747 shares of Common Stock, par value $0.0001.

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CLARUS CORPORATION

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

CLARUS CORPORATION
CONDENSED CONSOLIDATED BALANCE SHEETS
(IN THOUSANDS, EXCEPT SHARE AND PER SHARE AMOUNTS)

	JUNE 30, 2009 (unaudited)	DECEMBER 31, 2008
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 65,676	$ 19,342
Marketable securities	18,614	66,670
Interest receivable	23	24
Prepaids and other current assets	179	109
Total current assets	84,492	86,145
PROPERTY AND EQUIPMENT, NET	860	1,032
TOTAL ASSETS	$ 85,352	$ 87,177
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	$ 125	$ 383
Total current liabilities	125	383
LONG-TERM LIABILITIES:		
Deferred rent	421	410
Total liabilities	546	793
STOCKHOLDERS' EQUITY:		
Preferred stock, $.0001 par value; 5,000,000 shares authorized; none issued	—	—
Common stock, $.0001 par value; 100,000,000 shares authorized; 17,441,747 shares issued and 17,366,747 outstanding in 2009 and 2008, respectively	2	2
Additional paid-in capital	370,847	370,504
Accumulated deficit	(286,045)	(284,523)
Treasury stock, at cost	(2)	(2)
Accumulated other comprehensive income	4	403
Total stockholders' equity	84,806	86,384
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 85,352	$ 87,177

SEE ACCOMPANYING NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS.

CLARUS CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)
(IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)

	THREE MONTHS ENDED JUNE 30,		SIX MONTHS ENDED JUNE 30,	
	2009	2008	2009	2008
REVENUES:	$ —	$ —	$ —	$ —
Total revenues	—	—	—	—
OPERATING EXPENSES:				
General and administrative	1,030	1,253	1,953	2,403
Depreciation	88	89	177	178
Total operating expenses	1,118	1,342	2,130	2,581
OPERATING LOSS	(1,118)	(1,342)	(2,130)	(2,581)
INTEREST INCOME	197	559	608	1,381
NET LOSS	$ (921)	$ (783)	$ (1,522)	$ (1,200)
Loss per common share:				
Basic	$ (0.05)	$ (0.05)	$ (0.09)	$ (0.07)
Diluted	$ (0.05)	$ (0.05)	$ (0.09)	$ (0.07)
Weighted average shares outstanding:				
Basic	16,867	16,867	16,867	16,867
Diluted	16,867	16,867	16,867	16,867

SEE ACCOMPANYING NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS.

CLARUS CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)
(IN THOUSANDS, EXCEPT SHARE AMOUNTS)

	SIX MONTHS ENDED JUNE 30, 2009	SIX MONTHS ENDED JUNE 30, 2008
OPERATING ACTIVITIES:		
Net loss	$ (1,522)	$ (1,200)
Adjustments to reconcile net loss to net cash used in Operating activities:		
Depreciation on property and equipment	177	178
Amortization of equity compensation plans	343	397
Amortization of discount on securities, net	(436)	(976)
Loss on disposal of equipment	1	—
Changes in operating assets and liabilities:		
Increase in interest receivable, prepaids and other current assets	(69)	(6)
Decrease in accounts payable and accrued liabilities	(258)	(190)
Increase in deferred rent	11	34
NET CASH USED IN OPERATING ACTIVITIES	(1,753)	(1,763)
INVESTING ACTIVITIES:		
Purchases of marketable securities	(18,605)	(76,293)
Proceeds from maturity of marketable securities	66,698	53,100
Purchase of property and equipment	(6)	(1)
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	48,087	(23,194)
FINANCING ACTIVITIES:		
Proceeds from the exercises of stock options	—	—
NET CASH PROVIDED BY FINANCING ACTIVITIES	—	—
CHANGE IN CASH AND CASH EQUIVALENTS	46,334	(24,957)
CASH AND CASH EQUIVALENTS, Beginning of Period	19,342	41,886
CASH AND CASH EQUIVALENTS, End of Period	$ 65,676	$ 16,929
SUPPLEMENTAL DISCLOSURE:		
Cash paid for franchise and property taxes	$ 220	$ 327

SEE ACCOMPANYING NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS.

CLARUS CORPORATION
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2009

NOTE 1. BASIS OF PRESENTATION

The accompanying unaudited condensed consolidated financial statements of Clarus Corporation and subsidiaries ("Clarus" or the "Company," which may be referred to as "we," "us," or "our") as of and for the three and six months ended June 30, 2009 and 2008, have been prepared in accordance with accounting principles generally accepted in the United States of America and instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information in notes required by accounting principles generally accepted in the United States of America for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) necessary for a fair presentation of the unaudited condensed consolidated financial statements have been included. The results of the three and six months ended June 30, 2009 are not necessarily indicative of the results to be obtained for the year ending December 31, 2009. The Company has evaluated subsequent events through the filing date. These interim financial statements should be read in conjunction with the Company's audited consolidated financial statements and footnotes thereto included in the Company's Form 10-K for the fiscal year ended December 31, 2008, filed with the Securities and Exchange Commission.

NOTE 2. ASSET REDEPLOYMENT STRATEGY

As part of our previously announced strategy to limit operating losses and enable the Company to redeploy its assets and use its substantial cash, cash equivalent assets and marketable securities to enhance stockholder value, on December 6, 2002, we sold substantially all of our electronic commerce business, which represented substantially all of our revenue-generating operations and related assets. During January 2003, we sold the assets relating to our Cashbook product representing the remainder of our operating assets.

The Company did not incur any transaction expenses in the three and six months ended June 30, 2009 and 2008. Transaction expense consists primarily of professional fees and expenses related to due diligence, negotiation and documentation of acquisition, financing and related agreements.

We are currently working to identify suitable merger partners or acquisition opportunities. Although we are not targeting specific business industries for potential acquisitions, we plan to seek businesses with substantial cash flow, experienced management teams, and operations in markets offering substantial growth opportunities.

NOTE 3. EARNINGS (LOSS) PER SHARE

Basic net (loss) per share attributable to common stockholders is computed by dividing the net (loss) attributable to common stockholders by the weighted average number of shares of common stock outstanding for each period. Diluted net (loss) per share attributable to common stockholders is computed by including the effect of all potentially dilutive securities, including options, warrants, restricted stock and redeemable convertible preferred stock. Potentially dilutive securities are excluded from the computation of diluted net (loss) per share attributable to common stockholders if their effect is anti-dilutive.

For the three and six months ended June 30, 2009, basic net loss per share attributable to common stockholders is the same as diluted net loss per share attributable to common stockholders because all potentially dilutive securities were anti-dilutive in computing diluted net loss per share for the period. Options to acquire 1,845,000 shares of common stock and 500,000 shares of restricted stock during the three and six months ended June 30, 2009 were outstanding, but not included in the calculation of weighted average number of diluted shares outstanding because the option and stock grant prices were higher than the average market price of the Company's common stock during the period. In addition, diluted net loss per share attributable to common stockholders excludes the potentially dilutive effect of options to purchase 123,750 shares of the Company's common stock whose exercise prices were lower than the average market price of the Company's common stock during the three and six months ended June 30, 2009, as their inclusion would have been anti-dilutive because the Company incurred losses during the periods.

For the three and six months ended June 30, 2008, basic net loss per share attributable to common stockholders is the same as diluted net loss per share attributable to common stockholders because all potentially dilutive securities were anti-dilutive in computing diluted net loss per share for the period. Options to acquire 965,000 shares of common stock during the three and six months ended June 30, 2008, were outstanding, but not included in the calculation of weighted average number of diluted shares outstanding because the option exercise prices were higher than the average market price of the Company's common stock during the period. In addition, diluted net loss per share attributable to common stockholders excludes the potentially dilutive effect of options to purchase 883,750 shares of the Company's common stock and 500,000 shares of restricted stock whose option and stock grant prices were lower than the average market price of the Company's common stock during the three and six months ended June 30, 2008, as their inclusion would have been anti-dilutive because the Company incurred losses during the periods.

The following table is a reconciliation of basic and diluted shares outstanding used in the calculation of earnings per share:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2009	2008	2009	2008
Basic earnings per share calculation:				
Net loss	$ (921)	$ (783)	$ (1,522)	$ (1,200)
Weighted average common shares – basic	16,867	16,867	16,867	16,867
Basic net loss per share	$ (0.05)	$ (0.05)	$ (0.09)	$ (0.07)
Diluted earnings per share calculation:				
Net loss	$ (921)	$ (783)	$ (1,522)	$ (1,200)
Weighted average common shares – basic	16,867	16,867	16,867	16,867
Effect of dilutive stock options	—	—	—	—
Effect of dilutive restricted stock	—	—	—	—
Weighted average common shares diluted	16,867	16,867	16,867	16,867
Diluted net loss per share	$ (0.05)	$ (0.05)	$ (0.09)	$ (0.07)

NOTE 4. STOCK-BASED COMPENSATION PLAN

The Company adopted the 2005 Stock Incentive Plan (the "2005 Plan"), which was approved by stockholders at the Company’s annual meeting in June 2005. Under the 2005 Plan, the Board of Directors has flexibility to determine the type and amount of awards to be granted to eligible participants, who must be employees of the Company or its subsidiaries, directors, officers or consultants to the Company. The 2005 Plan provides for grants of incentive stock options, nonqualified stock options, restricted stock awards, stock appreciation rights, and restricted units. As of June 30, 2009, the number of shares authorized and reserved for issuance under the 2005 Plan is 4.8 million, subject to an automatic annual increase equal to 4% of the total number of shares of Clarus’ common stock outstanding. The aggregate number of shares of common stock that may be granted through awards under the 2005 Plan to any employee in any calendar year may not exceed 500,000 shares. The 2005 Plan will continue in effect until June 2015 unless terminated sooner. As of June 30, 2009, 748,750 stock options have been awarded under the plan of which 255,000 are unvested and 493,750 are vested and eligible for exercise.

On May 28, and June 18, 2009, the Company issued 63,750 and 60,000 stock options, respectively, under the Company’s 2005 Plan, to directors of the Company. The options issued on May 28 were fully vested on the date of grant and the vesting period for the options granted June 18, 2009 is quarterly beginning June 30, 2009 over one year. For computing the fair value of the stock-based awards, the fair value of each option grant has been estimated as of the date of grant using the Black-Scholes option-pricing model with the following assumptions:

Options Granted	May 28, 2009	June 18, 2009
Option Vesting Period	Immediate	One year
Grant Price	$ 4.06	$ 4.00
Dividend Yield	0.00%	0.00%
Expected volatility	33.83%	31.51%
Risk-free interest rate	0.97%	2.86%
Expected life	1.50 years	5.31 years
Weighted average fair value	$ 0.69	$ 1.36

Using these assumptions, the fair value of the stock options granted during the period ended June 30, 2009 was approximately $125,500 which will be amortized over the vesting period of the options. No options were granted during the three and six months ended June 30, 2008.

Under SFAS 123R, the Company recorded total non-cash equity compensation expense related to stock options and restricted stock as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2009	2008	2009	2008
Restricted Stock	$ 67,000	$ 67,000	$ 134,000	$ 134,000
Stock Options	$ 136,829	$ 131,250	$ 208,622	$ 262,500
Total	$ 203,829	$ 198,250	$ 342,622	$ 396,500

A summary of the status of stock option grants as of June 30, 2009, and changes during the six months ended June 30, 2009, is presented below:

	Options	Weighted Average Exercise Price
Outstanding at December 31, 2008	1,908,750	$ 7.17
Granted	123,750	$ 4.03
Exercised	—	—
Forfeited/Expired	(63,750)	$ 5.99
Outstanding at June 30, 2009	1,968,750	$ 7.04
Options exercisable at June 30, 2009	1,713,750	$ 7.22

The following table summarizes information about stock options outstanding as of June 30, 2009:

Exercise Price Range	Outstanding	Exercisable	Remaining Life In Years	Weighted Average Exercise Price
$3.85 - $ 4.07	123,750	78,750	6.4	$ 4.03
$4.08 - $10.00	1,845,000	1,635,000	6.3	$ 7.25
Total	1,968,750	1,713,750	6.3	$ 7.04

The fair value of unvested options is determined based on the closing market price of our shares on the grant date and is recognized over the requisite service period of one to six years. As of June 30, 2009, there were 255,000 unvested shares and unrecognized compensation cost of $538,000 related to unvested stock options.

NOTE 5. COMPREHENSIVE LOSS

The Company utilizes SFAS No. 130 "Reporting Comprehensive Income." SFAS No. 130 establishes standards for reporting and presentation of comprehensive loss and its components of net loss and "Other Comprehensive Loss." "Other Comprehensive Loss" refers to revenues, expenses and gains and losses that are not included in net loss but rather are recorded directly in stockholders' equity. The components of comprehensive loss for the three and six months ended June 30, 2009 and 2008 were as follows:

	THREE MONTHS ENDED JUNE 30,		SIX MONTHS ENDED JUNE 30,	
	2009	2008	2009	2008
(in thousands)				
Net loss	$ (921)	$ (783)	$ (1,522)	$ (1,200)
Unrealized loss on marketable securities	(97)	(128)	(399)	(27)
Comprehensive loss	$ (1,018)	$ (911)	$ (1,921)	$ (1,227)

NOTE 6. CONTINGENCIES

We are not a party to nor are any of our properties subject to any pending legal, administrative or judicial proceedings other than routine litigation incidental to our business.

NOTE 7. NEW ACCOUNTING PRONOUNCEMENTS

In May 2009, the Financial Accounting Standards Board (“FASB”) issued Statement of Financial Accounting Standard (“SFAS”) No. 165, “Subsequent Events” (“SFAS 165”). SFAS 165 establishes general standards of accounting for and disclosure of events that occur after the balance sheet date but before financial statements are issued or are available to be issued. Specifically, SFAS 165 provides: the period after the balance sheet date during which management of a reporting entity should evaluate events or transactions that may occur for potential recognition or disclosure in the financial statements; the circumstances under which an entity should recognize events or transactions occurring after the balance sheet date in its financial statements; and the disclosures that an entity should make about events or transactions that occurred after the balance sheet date. The company adopted SFAS 165 effective for the quarter ended June 30, 2009. The adoption did not have a material impact on the Company’s condensed consolidated financial statements.

In April of 2009, the FASB issued FASB Staff Position FAS 115-2 and FAS 124-2: Recognition and Presentation of Other-Than-Temporary Impairments. FSP FAS 115-2 and FAS 124-2 amends the other-than-temporary impairment guidance in U.S. GAAP for debt securities to make the guidance more operational and to improve the presentation and disclosure of other-than-temporary impairments on debt and equity securities in the financial statements. This FSP does not amend existing recognition and measurement guidance related to other-than-temporary impairments of equity securities. The company adopted FSP FAS 115-2 and FAS 124-2 effective for the quarter ended June 30, 2009. The adoption did not have a material impact on the Company’s condensed consolidated financial statements.

In March 2008, the FASB issued SFAS No. 161, Disclosures about Derivative Instruments and Hedging Activities (“SFAS 161”), which amends SFAS No. 133, Accounting for Derivative Instruments and Hedging Activities (“SFAS 133”) and requires enhanced disclosures about how and why an entity uses derivative instruments, how derivative instruments and related hedged items are accounted for under SFAS 133 and its related interpretations, and how derivative instruments and related hedge items affect an entity’s financial position, financial performance, and cash flows. SFAS 161 also requires the disclosure of the fair values of derivative instruments and their gains and losses in a tabular format and requires cross-referencing within the footnote of important information about derivative instruments. SFAS 161 is effective for financial statements issued for fiscal years beginning on or after November 15, 2008. SFAS 161 has not changed the Company’s current practices and therefore it has not impacted preparation of the consolidated financial statements.

In December 2007, the FASB released SFAS No. 141(R), Business Combinations (revised 2007) (“SFAS 141(R)”), which changes many well-established business combination accounting practices and significantly affects how acquisition transactions are reflected in the financial statements. SFAS 141(R) must be applied prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after December 15, 2008. The adoption of this pronouncement had no impact on the Company’s consolidated financial statements and is not anticipated to affect the Company until an acquisition is completed.

In December 2007, the FASB released SFAS No. 160, Noncontrolling Interests in Consolidated Financial Statements an amendment of ARB No. 51 (“SFAS 160”), which establishes accounting and reporting standards for the noncontrolling interests in a subsidiary and for the deconsolidation of a subsidiary. SFAS 160 requires consolidated net income to be reported at amounts that include the amounts attributable to both the parent and the noncontrolling interests and requires disclosure, on the face of the consolidated statement of income, of the amounts of consolidated net income attributable to the parent and to the noncontrolling interest. Previously, net income attributable to the noncontrolling interest was reported as an expense or other deduction in arriving at consolidated net income. SFAS 160 is effective for financial statements issued for fiscal years beginning after December 15, 2008. The adoption of this pronouncement had no impact on the Company’s consolidated financial statements.

In September 2006, the FASB issued SFAS No. 157, "Fair Value Measurements", which establishes a framework for reporting fair value and expands disclosures about fair value measurements. SFAS No. 157 ("SFAS 157") was effective for the Company on January 1, 2008, with the exception that the applicability of SFAS No. 157's fair value measurement requirements to nonfinancial assets and liabilities that are not required or permitted to be recognized or disclosed at fair value on a recurring basis has been delayed by the FASB for one year. The partial adoption of this pronouncement in 2008 had no impact on the Company's consolidated financial statements. Adopting the remainder of the provision in 2009 did not have an impact on the Company's consolidated financial statements.

NOTE 8. RELATED PARTY TRANSACTIONS

In September 2003, the Company and Kanders & Company, Inc. ("Kanders & Company") an entity owned and controlled by the Company's Executive Chairman, Warren B. Kanders, entered into a 15-year lease with a five-year renewal option, as co-tenants to lease approximately 11,500 square feet in Stamford, Connecticut. The Company and Kanders & Company have agreed to allocate the total lease payments of $38,958 per month on the basis of Kanders & Company renting 2,900 square feet for $9,739 per month, and the Company renting 8,600 square feet for $29,222 per month, which are subject to increases during the term of the lease. Rent expense is recognized on a straight line basis. The lease provides the co-tenants with an option to terminate the lease in years eight and ten in consideration for a termination payment. The Company and Kanders & Company agreed to pay for their proportionate share of the build-out construction costs, fixtures, equipment and furnishings related to preparation of the space. In connection with the lease, the Company obtained a stand-by letter of credit in the amount of $850,000 to secure lease obligations for the Stamford facility. Kanders & Company reimburses the Company for a pro rata portion of the approximately $5,000 annual cost of the letter of credit.

The Company provides certain telecommunication, administrative and other office services as well as accounting and bookkeeping services to Kanders & Company that are reimbursed by Kanders & Company. Such services aggregated $45,400 during the three months ended June 30, 2009 and $37,700 during the three months ended June 30, 2008. For the six month periods ended June 30, 2009 and 2008, respectively, such services aggregated $102,900 and $75,700, respectively.

As of June 30, 2009, the Company had a net receivable of $26,600 from Kanders & Company. The amount due to and from Kanders & Company is included in prepaids and other current assets and accounts payable and accrued liabilities in the accompanying consolidated balance sheet. The outstanding amount was paid and received in July 2009. As of June 30, 2008, the Company had an outstanding net payable of $5,000 to Kanders & Company. The outstanding amount was paid and received in July 2008.

The Company provides certain telecommunication, administrative and other office services to Stamford Industrial Group, Inc., formerly known as Net Perceptions, Inc. ("SIG") that are reimbursed by SIG. Warren B. Kanders, our Executive Chairman, also serves as the Non-Executive Chairman of SIG. Such services aggregated $7,400 during the three months ended June 30, 2009 and $10,600 during the three months ended June 30, 2008. For the six month period ended June 30, 2009 and 2008, respectively, such services aggregated $18,700 and $18,600, respectively.

As of June 30, 2009, the Company had outstanding a receivable of $7,400 due from SIG. The amount due from SIG is included in prepaids and other current assets in the accompanying consolidated balance sheet. The outstanding amount was paid in the third quarter of 2009. As of June 30, 2008, the Company had outstanding a receivable of $10,600 from SIG. The outstanding amount was paid by SIG in the third quarter of 2008.

During the three- and six-month periods ended June 30, 2009 and 2008, the Company incurred no charges to Kanders Aviation LLC, an affiliate of the Company's Executive Chairman, Warren B. Kanders, relating to aircraft travel by directors and officers of the Company for potential redeployment transactions, pursuant to the Transportation Services Agreement, dated December 18, 2003 between the Company and Kanders Aviation LLC.

In the opinion of management, the rates, terms and considerations of the transactions with the related parties described above approximate those that the Company would have received in transactions with unaffiliated parties.

The Board of Directors has a general practice of requiring directors interested in a transaction not to participate in deliberations or to vote upon transactions in which they have an interest, and to be sure that transactions with directors, executive officers and major shareholders are on terms that align the interests of the parties to such agreements with the interests of the stockholders.

NOTE 9. NET OPERATING LOSS AND CAPITAL LOSS CARRYFORWARD EXPIRATION

At June 30, 2009, the Company has net operating loss, research and experimentation credit and alternative minimum tax credit carryforwards for U.S. federal income tax purposes of approximately $230.8 million, $1.3 million and $56,000, respectively, which expire in varying amounts beginning in the year 2009. The Company's ability to benefit from certain net operating loss and tax credit carryforwards is limited under Section 382 of the Internal Revenue Code due to a prior ownership change of greater than 50%. Accordingly, approximately $226.8 million of the $230.8 million of U.S. net operating loss carryforward is currently available to offset taxable income that the Company may recognize in the future. Of the approximately $226.8 million of net operating losses available to offset taxable income, approximately $208.8 million does not expire until 2020 or later, subject to compliance with Section 382 of the Internal Revenue Code as indicated by the following schedule:

NET OPERATING LOSS AND CAPITAL LOSS CARRYFORWARD EXPIRATION DATES*
(UNAUDITED)
JUNE 30, 2009

Expiration Dates December 31,	Net Operating Loss Amount (000's)
2009	1,911
2010	7,417
2011	7,520
2012	5,157
2020	29,533
2021	50,430
2022	115,000
2023	5,712
2024	3,566
2025	1,707
2026	476
2028	1,360
2029	1,029
Total	230,818
Section 382 limitation	(4,030)
After Limitations	$ 226,788

*Subject to compliance with Section 382 of the Internal Revenue Code.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

FORWARD-LOOKING STATEMENTS

This report contains certain forward-looking statements, including information about or related to our future results, certain projections and business trends. Assumptions relating to forward-looking statements involve judgments with respect to, among other things, future economic, competitive and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and many of which are beyond our control. When used in this report, the words "estimate," "project," "intend," "believe," "expect" and similar expressions are intended to identify forward-looking statements. Although we believe that our assumptions underlying the forward-looking statements are reasonable, any or all of the assumptions could prove inaccurate, and we may not realize the results contemplated by the forward-looking statements. Management decisions are subjective in many respects and susceptible to interpretations and periodic revisions based upon actual experience and business developments, the impact of which may cause us to alter our business strategy or capital expenditure plans that may, in turn, affect our results of operations. In light of the significant uncertainties inherent in the forward-looking information included in this report, you should not regard the inclusion of such information as our representation that we will achieve any strategy, objectives or other plans. The forward-looking statements contained in this report speak only as of the date of this report, and we have no obligation to update publicly or revise any of these forward-looking statements.

These and other statements, which are not historical facts, are based largely upon our current expectations and assumptions and are subject to a number of risks and uncertainties that could cause actual results to differ materially from those contemplated by such forward-looking statements. These risks and uncertainties include, among others, our planned effort to redeploy our assets and use our substantial cash, cash equivalents and marketable securities to enhance stockholder value following the sale of substantially all of our electronic commerce business, which represented substantially all of our revenue generating operations and related assets, and the risks and uncertainties as set forth in "Risk Factors" found in Part I, Item 1A of our Annual Report on Form 10-K for the fiscal year ended December 31, 2008 and described below.

We cannot assure you that we will be successful in our efforts to redeploy our assets or that any such redeployment will result in Clarus' future profitability. Our failure to redeploy our assets could have a material adverse effect on the market price of our common stock and our business, financial condition and results of operations.

OVERVIEW

AS PART OF OUR PREVIOUSLY ANNOUNCED STRATEGY TO LIMIT OPERATING LOSSES AND ENABLE THE COMPANY TO REDEPLOY ITS ASSETS AND USE ITS SUBSTANTIAL CASH, CASH EQUIVALENTS AND MARKETABLE SECURITIES TO ENHANCE STOCKHOLDER VALUE, ON DECEMBER 6, 2002, WE SOLD SUBSTANTIALLY ALL OF OUR ELECTRONIC COMMERCE BUSINESS, WHICH REPRESENTED SUBSTANTIALLY ALL OF OUR REVENUE GENERATING OPERATIONS AND RELATED ASSETS. RESULTS FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2009 AND ANY FUTURE PERIODS PRIOR TO A REDEPLOYMENT OF OUR ASSETS ARE EXPECTED PRIMARILY TO REFLECT GENERAL AND ADMINISTRATIVE EXPENSES AND TRANSACTION EXPENSES ASSOCIATED WITH THE CONTINUING ADMINISTRATION OF THE COMPANY AND ITS EFFORTS TO REDEPLOY ITS ASSETS.

CRITICAL ACCOUNTING POLICIES AND USE OF ESTIMATES

The Company's discussion of financial condition and results of operations is based on the consolidated financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States of America. The preparation of these consolidated financial statements require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the consolidated financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting periods. The Company continually evaluates its estimates and assumptions including those related to revenue recognition, allowance for doubtful accounts, impairment of long-lived assets, impairment of investments, and contingencies and litigation. The Company bases its estimates on historical experience and other assumptions that are believed to be reasonable under the circumstances. Actual results could differ from these estimates.

The Company believes the following critical accounting policies include the more significant estimates and assumptions used by management in the preparation of its consolidated financial statements. Our accounting policies are more fully described in Note 1 of our consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2008.

- The Company accounts for its marketable securities under the provisions of Statement of Financial Accounting Standards ("SFAS") No. 115, "Accounting for Certain Investments in Debt and Equity Securities" (“SFAS 115”). Pursuant to the provisions of SFAS 115, the Company has classified its marketable securities as available-for-sale. Available-for-sale securities have been recorded at fair value and related unrealized gains and losses have been excluded from earnings and are reported as a separate component of accumulated other comprehensive income (loss) until realized.

- The Company accounts for income taxes pursuant to Statement of Financial Accounting Standards No. 109, "Accounting for Income Taxes" ("SFAS 109"). Under the asset and liability method specified thereunder, deferred taxes are determined based on the difference between the financial reporting and tax bases of assets and liabilities. Deferred tax liabilities are offset by deferred tax assets relating to net operating loss carryforwards, tax credit carryforwards and deductible temporary differences. Recognition of deferred tax assets is based on management’s belief that it is more likely than not that the tax benefit associated with temporary differences and operating and capital loss carryforwards will be utilized. A valuation allowance is recorded for those deferred tax assets for which it is more likely than not that the realization will not occur.

- On January 1, 2006, the Company adopted Statement of Financial Accounting Standards No. 123 (revised 2004), “Share-Based Payments” (“SFAS 123R”), requiring recognition of expense related to the fair value of stock option awards. The Company recognizes the cost of the share-based awards on a straight-line basis over the requisite service period of the award. Prior to January 1, 2006, the Company accounted for stock option plans under the recognition and measurement provisions of Accounting Principles Board Opinion No. 25, “Accounting for Stock Issued to Employees” (“APB 25”) and related interpretations, as permitted by Statement of Financial Accounting Standard No. 123, “Accounting for Stock-Based Compensation” (“SFAS 123”). Under SFAS 123R, compensation cost recognized during 2009 and 2008 would include: (a) compensation cost for all share-based payments granted prior to, but not yet vested as of January 1, 2006, based on the grant date fair value estimated in accordance with the original provisions of SFAS 123, and (b) compensation cost for all share-based payments granted subsequent to January 1, 2006, based on the grant-date fair value estimated in accordance with the provisions of SFAS 123R.

SOURCES OF REVENUE

Until a redeployment of the Company's assets occurs, the Company's principal income will consist of interest, dividend and other investment income from cash, cash equivalents and marketable securities, which is reported as interest income in the Company's statement of operations.

OPERATING EXPENSES

General and administrative expense include salaries and employee benefits, non-cash equity compensation, rent, insurance, legal, accounting, investment management fees and other professional fees, state and local non-income based taxes, board of director fees as well as public company expenses such as transfer agent and listing fees and expenses.

Transaction expense consists primarily of professional fees and expenses related to due diligence, negotiation and documentation of acquisition, financing and related agreements.

RESULTS OF OPERATIONS - COMPARISON OF THE THREE AND SIX MONTHS ENDED JUNE 30, 2009 AND 2008

On December 6, 2002, the Company completed the disposition of substantially all its operating assets, and the Company is now evaluating alternative ways to redeploy its cash, cash equivalents and marketable securities into new businesses. The discussion below is therefore not meaningful to an understanding of future revenue, earnings, operations, business or prospects of the Company following such a redeployment of its assets.

GENERAL AND ADMINISTRATIVE

General and administrative expenses decreased $223,000, or 18%, to $1,030,000 during the three months ended June 30, 2009, compared to $1,253,000 during the three months ended June 30, 2008. The decrease in general and administrative expense for the three months ended June 30, 2009, compared to the three months ended June 30, 2008, was primarily attributable to decreases in employment compensation and benefits, professional fees, investment management fees, and travel expenses offset by increases in franchise and property taxes and non-cash equity compensation expense. General and administrative expenses decreased $450,000, or 19%, to $1,953,000 during the six-month period ended June 30, 2009, compared to $2,403,000 during the same period ended June 30, 2008. The decrease in general and administrative expense for the six months ended June 30, 2009 was primarily attributable to decreases in employment compensation and benefits, non-cash equity compensation expense, franchise and property taxes, investment management fees, other professional fees and travel expenses. Management believes we will incur a net loss in 2009 as a result of our current level of expenses and due to lower projected investment yields on our investment portfolio. General and administrative expense includes salaries and employee benefits, rent, insurance, legal, accounting and other professional fees, state and local non income based taxes, board of director fees as well as public company expenses such as transfer agent and listing fees and expenses.

TRANSACTION EXPENSES

The Company did not incur any transaction expenses during the three and six months ended June 30, 2009 or 2008, respectively. Transaction expense consists primarily of professional fees and expenses related to due diligence, negotiation and documentation of acquisition, financing and related agreements

DEPRECIATION EXPENSE

Depreciation expense decreased $1,000, or 1%, to $88,000 in the three months ended June 30, 2009, compared to $89,000 in the same period ended June 30, 2008. For the six months ended June 30, 2009, depreciation expense decreased $1,000, or 1%, to $177,000, compared to $178,000 in the same period ended June 30, 2008. The decrease is primarily attributable to less depreciation for office equipment and minimal purchase of new fixed assets.

OTHER EXPENSE

There was no other income or expense incurred for the three and six months ended June 30, 2009 and 2008, respectively.

INTEREST INCOME

Interest income decreased $362,000, or 65%, to $197,000 for the quarter ended June 30, 2009, from $559,000 in the quarter ended June 30, 2008. Interest income for the quarters ended June 30, 2009 and 2008, includes $111,000 and $382,000 in discount accretion and premium amortization, respectively. The decrease in interest income was due primarily to lower rates of return on investments. The weighted average interest rate for our investments for the three-month period ended June 30, 2009, was 0.94% compared to 2.60% for same period in 2008.

During the six months ended June 30, 2009, interest income decreased $773,000, or 56%, to $608,000 from $1,381,000 during the six months ended June 30, 2008. Interest income for the six-month periods ended June 30, 2009 and 2008, includes $436,000 and $976,000, respectively, in discount accretion and premium amortization, respectively. The decrease in interest income was due primarily to lower rates of return that we received on our cash, cash equivalent assets and marketable securities. The weighted average interest rate for our investments for the six months ended June 30, 2009 was 1.44% compared to 3.20% for same period in 2008.

The current earnings rate as of July 27, 2009 is 0.27%. We expect the current rate to decline as existing higher yielding investments mature and are invested at lower current interest rates.

INCOME TAXES

As a result of the operating losses incurred since the Company's inception, no provision or benefit for income taxes was recorded during the three and six month periods ended June 30, 2009 and 2008, respectively.

LIQUIDITY AND CAPITAL RESOURCES

The overall combined decrease of $1.7 million in cash, cash equivalents and marketable securities from $86.0 million to $84.3 million is primarily due to the decrease in interest income for the six month period ended June 30, 2009. The Company's cash and cash equivalents increased to $65.7 million at June 30, 2009 from $19.3 million at December 31, 2008 due to a shift in the composition of the investment portfolio from marketable securities. Cash and cash equivalents are investments with a shorter duration, less than three months, under accounting principles generally accepted in the United States of America. Marketable securities decreased to $18.6 million at June 30, 2009 from $66.7 million at December 31, 2008.

Cash used by operating activities was approximately $1.8 million during the six months ended June 30, 2009, compared to cash used by operating activities of approximately $1.8 million during the six months ended June 30, 2008. The $1.8 million consisted primarily of the Company's net loss, discount amortization, a decrease in accounts payables and accrued liabilities and an increase in interest receivable, prepaids and other current assets offset by non-cash expenses.

Cash provided by investing activities was approximately $48.1 million during the six months ended June 30, 2009. The cash was provided by the maturity of marketable securities partially offset by the purchase of marketable securities. Cash used by investing activities was approximately $23.2 million during the six months ended June 30, 2008. The cash was used by the purchase of marketable securities partially offset by the maturity of marketable securities. Capital expenditures were approximately $6,000 for the six-month period ended June 30, 2009, compared to $1,000 for the same period in 2008.

There was no cash provided by or used in financing activities during the three and six months ended June 30, 2009 or 2008, respectively.

At June 30, 2009, the Company has net operating loss, research and experimentation credit and alternative minimum tax credit carryforwards for U.S. federal income tax purposes of approximately $230.8 million, $1.3 million and $56,000, respectively, which expire in varying amounts beginning in the year 2009. The Company's ability to benefit from certain net operating loss and tax credit carryforwards is limited under section 382 of the Internal Revenue Code due to a prior ownership change of greater than 50%. Accordingly, approximately $226.8 million of the $230.8 million of U.S. net operating loss carryforward is currently available to offset taxable income that the Company may recognize in the future. Of the approximately $226.8 million of net operating losses available to offset taxable income, approximately $208.8 million does not expire until 2020 or later, subject to compliance with Section 382 of the Internal Revenue Code.

Clarus is currently in the process of reducing its level of operating expenses and is taking a number of steps to reduce its expected annual cash expenses on a go forward basis, including reducing and deferring executive and other compensation and related costs, headcount reductions, eliminating discretionary bonuses and reducing professional fees and other costs.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

There have been no material changes to our exposures to market risk since December 31, 2008.

ITEM 4. PROCEDURES AND CONTROLS

Evaluation of Disclosure Controls and Procedures

The Company's management carried out an evaluation, under the supervision and with the participation of the Company's Executive Chairman of the Board of Directors and Chief Financial Officer, its principal executive officer and principal financial officer, respectively, of the effectiveness of the design and operation of the Company's disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act) as of June 30, 2009, pursuant to Exchange Act Rule 13a-15. Such disclosure controls and procedures are designed to ensure that information required to be disclosed by the Company is accumulated and communicated to the appropriate management on a basis that permits timely decisions regarding disclosure. Based upon that evaluation, the Company's Executive Chairman of the Board of Directors and Chief Financial Officer concluded that the Company's disclosure controls and procedures as of June 30, 2009 are effective.

Changes in Internal Control over Financial Reporting

There have not been any changes in the Company’s internal control over financial reporting that have come to management’s attention during the second quarter ended June 30, 2009 evaluation that have materially affected, or are reasonably likely to materially affect the Company’s internal control over financial reporting.

PART II. OTHER INFORMATION

ITEM 1A. RISK FACTORS

There have been no material changes to the risk factors described in the Company's form 10-K for the year ended December 31, 2008.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

We held our annual meeting of stockholders on June 18, 2009. Of the 17,366,747 shares of common stock entitled to vote at the meeting, 15,020,894 shares of common stock were present in person or by proxy and entitled to vote. Such number of shares represented approximately 86.49% of our outstanding shares of common stock. Listed below is the matter voted upon at our Annual Meeting of Stockholders and the voting results:

	FOR	WITHHELD
Election of Directors:		
Burtt R. Ehrlich	12,832,885	2,188,009
Donald L. House	12,890,504	2,130,390
Warren B. Kanders	14,310,657	710,237
Nicholas Sokolow	12,832,885	2,188,009

ITEM 5. OTHER MATTERS

As part of our efforts to reduce our level of operating expenses, pending consummation of an asset redeployment transaction, Warren B. Kanders, our Executive Chairman, agreed with the Company and its board of directors pursuant to a letter dated August 6, 2009, to defer his $250,000 annual salary until the consummation of an asset redeployment transaction, at which time all such deferred salary will be paid to him. A copy of the letter reflecting this agreement is attached to this Quarterly Report as Exhibit 10.1 and is incorporated herein by reference as though fully set forth herein. The foregoing summary description of the letter agreement is not intended to be complete and is qualified in its entirety by the complete text of the letter agreement.

As part of additional efforts to reduce our level of operating expenses, Philip A. Baratelli, our Chief Financial Officer, agreed in a letter dated August 6, 2009 to a ten percent (10%) reduction of his current base salary of $200,000. A copy of the letter reflecting this agreement is attached to this Quarterly Report as Exhibit 10.2 and is incorporated herein by reference as though fully set forth herein. The foregoing summary description of the letter agreement is not intended to be complete and is qualified in its entirety by the complete text of the letter agreement.

ITEM 6. EXHIBITS

Exhibit Number	Exhibit
10.1	Letter Agreement dated August 6, 2009, between Clarus Corporation and Warren B. Kanders.
10.2	Letter Agreement dated August 6, 2009, between Clarus Corporation and Philip A. Baratelli.
31.1	Certification of Principal Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2	Certification of Principal Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.1	Certification of Principal Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2	Certification of Principal Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CLARUS CORPORATION

Date: August 6, 2009

/s/ Warren B. Kanders
Warren B. Kanders,
Executive Chairman of the Board of Directors
(Principal Executive Officer)

/s/ Philip A. Baratelli
Philip A. Baratelli,
Chief Financial Officer
(Principal Financial and
Chief Accounting Officer)

EXHIBIT INDEX

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32.1	Certification of Principal Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2	Certification Principal Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

EXHIBIT 10.1

WARREN B. KANDERS

August 6, 2009

Clarus Corporation
One Landmark Square
Stamford, CT 06901

Re: Employment Agreement, dated December 6, 2002 (the "Employment Agreement"), between Clarus Corporation (the "Company") and Warren B. Kanders

Dear Sirs:

In order to facilitate the Company's efforts to reduce its level of operating expenses pending consummation of the Asset Redeployment Transaction (defined below), the undersigned agreed with the Company and its board of directors to defer payments of his base compensation of $250,000 under the Employment Agreement, which shall accrue in full, until the consummation of an Asset Redeployment Transaction. Upon the consummation of an Asset Redeployment Transaction, all such base compensation that has been deferred hereunder shall be paid promptly by the Company to the undersigned. The term "Asset Redeployment Transaction" shall mean a strategic redeployment of a substantial portion of the assets of the Company, including, but not limited to, the investment in a business, or the acquisition of a business, or any substantial portion thereof, from another party, whether accomplished by the acquisition of a majority of the voting securities (including by tender offer) or by the acquisition of all or substantially all of the assets or by merger, consolidation, reorganization or any other similar transaction, regardless of form, whether in one or a series of a transactions.

In all other respects, the undersigned's rights under and the terms of the Employment Agreement shall remain in full force and effect.

This letter agreement is made an executed and shall be governed by the laws of the State of New York, without regard to the conflicts of laws principles thereof.

This letter agreement may be signed in counterparts, each of which shall be deemed to be an original and all of which shall constitute one agreement.

If this letter agreement correctly expresses our mutual intentions, please execute and return the enclosed copy of this letter agreement to the undersigned.

By: /s/ Warren B. Kanders
Warren B. Kanders

AGREED TO AND ACCEPTED
ON AUGUST 6, 2009

CLARUS CORPORATION

By: /s/ Philip A. Baratelli
Name: Philip A. Baratelli
Title: Chief Financial Officer

EXHIBIT 10.2

PHILIP A. BARATELLI

August 6, 2009

Clarus Corporation
One Landmark Square
Stamford, CT 06901

Re: Clarus Corporation (the "Company")

Dear Sirs:

In order to facilitate the Company's efforts to reduce its level of operating expenses, I agree to a ten percent (10%) reduction of my current base salary of $200,000. This letter agreement is made an executed and shall be governed by the laws of the State of New York, without regard to the conflicts of laws principles thereof. This letter agreement may be signed in counterparts, each of which shall be deemed to be an original and all of which shall constitute one agreement. If this letter agreement correctly expresses our mutual intentions, please execute and return the enclosed copy of this letter agreement to the undersigned.

By: */s/ Philip A. Baratelli*
Philip A. Baratelli

AGREED TO AND ACCEPTED
ON AUGUST 6, 2009

CLARUS CORPORATION

By: */s/ Warren B. Kanders*
Name: Warren B. Kanders
Title: Chairman and Chief Executive Officer

EXHIBIT 31.1

CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER

I, Warren B. Kanders, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Clarus Corporation;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 6, 2009

By: */s/ Warren B. Kanders*
Name: Warren B. Kanders
Title: Executive Chairman of the Board of Directors

EXHIBIT 31.2

CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER

I, Philip A. Baratelli certify that:

1. I have reviewed this quarterly report on Form 10-Q of Clarus Corporation;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 6, 2009

By: */s/ Philip A. Baratelli*
Name: Philip A. Baratelli
Title: Chief Financial Officer

EXHIBIT 32.1

CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER
PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

I, Warren B. Kanders, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report of Clarus Corporation on Form 10-Q for the quarter ended June 30, 2009, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in such Quarterly Report on Form 10-Q fairly presents in all material respects the financial condition and results of operations of Clarus Corporation.

Date: August 6, 2009

By: */s/ Warren B. Kanders*
Name: Warren B. Kanders
Title: Executive Chairman of the
Board of Directors
(Principal Executive Officer)

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.

EXHIBIT 32.2

CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER
PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

I, Philip A. Baratelli, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report of Clarus Corporation on Form 10-Q for the quarter ended June 30, 2009, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in such Quarterly Report on Form 10-Q fairly presents in all material respects the financial condition and results of operations of Clarus Corporation.

Date: August 6, 2009	*By:*	*/s/ Philip A. Baratelli*
	Name:	Philip A. Baratelli
	Title:	Chief Financial Officer (Principal Financial and Chief Accounting Officer)

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.