

INSIGNIA SYSTEMS INC/MN  
Form 8-K  
March 28, 2014

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549-1004

## FORM 8-K

### CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): **March 24, 2014**

## INSIGNIA SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

**Minnesota**  
(State or other jurisdiction  
of incorporation)

**1-13471**  
(Commission  
File Number)

**41-1656308**  
(IRS Employer  
Identification No.)

**8799 Brooklyn Blvd., Minneapolis, Minnesota**  
(Address of principal executive offices)

**55445**  
(Zip Code)

Registrant's telephone number, including area code **(763) 392-6200**

(Former name or former address, if changed since last report)

## Edgar Filing: INSIGNIA SYSTEMS INC/MN - Form 8-K

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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**Item 1.02. Termination of a Material Definitive Agreement.**

On March 24, 2014, Insignia Systems, Inc. ( the Company ) received notice of termination from Valassis In-Store Solutions ( Valassis ) of the Retail Access and Distribution Agreement, dated February 21, 2014, between the Company and Valassis (the Agreement ).The Agreement is being terminated in accordance with its provisions for termination for either party s convenience. The termination will be effective on August 11, 2014, and all material aspects of the Agreement will remain in effect until that date.

On March 28, 2014, the Company issued a press release announcing the termination of the Agreement. The press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Exhibit Number</b> | <b>Description</b>  |
|-----------------------|---|
| 99.1                  | Press release issued March 28, 2014, and entitled, Insignia Systems, Inc. Announces Valassis Termination of Agreement |

**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.

**Insignia Systems, Inc.**  
(Registrant)

Date: March 28, 2014

By

/s/ John C. Gonsior  
John C. Gonsior  
Vice President, Finance and CFO