

MICROTUNE INC  
Form 8-K  
July 01, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**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): June 27, 2008

**Microtune, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**000-31029-40**  
(Commission File Number)

**75-2883117**  
(IRS Employer

Identification No.)

**2201 10<sup>th</sup> Street, Plano, Texas**  
(Address of principal executive offices)

**(972) 673-1600**

**75074**  
(Zip Code)

(Registrant's telephone number, including area code)

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:

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- .. 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))

**Item 8.01 Other Events.**

On June 30, 2008, Microtune, Inc. (the Company) announced that it has reached a settlement with the Securities and Exchange Commission (the SEC) relating to the Company's historical stock option granting practices. The Company has agreed to settle with the SEC, without admitting or denying the allegations in the SEC's complaint, by consenting to the entry of a permanent injunction against future violations of the federal securities laws. The Company was not required to pay any civil penalty or other money damages as part of the settlement.

On June 30, 2008, the Company also announced that the United States District Court for the Eastern District of Texas entered a final judgment on June 27, 2008, dismissing the stockholder derivative lawsuit entitled Peter A. Pedrolini v. Douglas J. Bartek, et al. (Case No. 4:07-CV-43), filed on January 31, 2007 against the Company, as a nominal defendant, and certain of the Company's current and former officers and directors.

Prior to the dismissal of the litigation, on May 21, 2008, Mr. Pedrolini made a demand on the Board of Directors that the Company take certain actions related to the Company's historical stock option granting practices. The Board of Directors is evaluating this demand.

Additional information regarding the SEC settlement and the derivative litigation is contained in the press release attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release of Microtune, Inc. dated June 30, 2008.

**SIGNATURES**

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

**MICROTUNE, INC.**

Date: June 30, 2008

By: /s/ Jeffrey A. Kupp  
Jeffrey A. Kupp  
Chief Financial Officer

**Index to Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
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