

Synacor, Inc.
Form 8-K
May 30, 2018

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): May 30, 2018 (May 24, 2018)

Synacor, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

40 La Riviere Drive, Suite 300

001-33843
(Commission

File Number)

16-1542712
(IRS Employer

Identification No.)

14202

Buffalo, New York
(Address of principal executive offices) **(Zip Code)**
Registrant's telephone number, including area code: (716) 853-1362

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.01. Entry into a Material Definitive Agreement.

On May 24, 2018, Synacor, Inc. (the Company) and Google LLC (Google) entered into a Google Services Agreement, effective as of June 1, 2018 (the Restated Agreement), which supersedes all other agreements between the Company and Google relating to its subject matter, including without limitation that certain Google Services Agreement between the Company and Google effective as of March 1, 2011, as amended (the Existing Agreement).

The Restated Agreement incorporates the material terms of the Existing Agreement and continues through May 31, 2020. The Company and Google may mutually agree to extend the term for an additional one year by executing an amendment to the Agreement. In addition, Google has a right to terminate the Agreement in certain circumstances.

The foregoing description of the Agreement is only a summary, does not purport to be complete and is qualified in its entirety by reference to the full text of the Agreement, which will be filed as an exhibit to the Company s Quarterly Report on Form 10-Q for the quarter ended June 30, 2018.

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.

SYNACOR, INC.

Date: May 30, 2018

By: \s\ William J. Stuart
William J. Stuart
Chief Financial Officer and Secretary