

INSIGNIA SYSTEMS INC/MN  
Form 8-K  
March 23, 2011

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549-1004

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**FORM 8-K**

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

Date of Report:

March 18, 2011

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**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**

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

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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-4c under the Exchange Act (17 CFR 240.13e-4c)

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**Item 8.01. Other Events.**

Since March 18, 2011, the Company has made the following purchases pursuant to its Share Repurchase Plan.

| <b>Purchase Date</b> | <b>Shares Purchased</b> | <b>Per Share Purchase Price</b> |
|----------------------|-------------------------|---------------------------------|
| March 18, 2011       | 26,852                  | \$ 6.4009                       |
| March 21, 2011       | 27,380                  | \$ 6.6483                       |
| March 22, 2011       | 68,400                  | \$ 6.7000                       |
| March 23, 2011       | 5,605                   | \$ 6.7827                       |

Together with these purchases, the Company has now purchased a total 1,069,443 shares totaling \$ 7,102,611.44. As previously announced, the Share Repurchase Plan authorizes the Company to purchase up to \$15,000,000 of its common stock on or before January 31, 2012.

**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 23, 2011      By      /s/ Justin W. Shireman  
Justin W. Shireman, Vice President, Finance and Chief Financial Officer

