

INSIGNIA SOLUTIONS PLC
Form 8-K
October 12, 2006

**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): October 10, 2006

Insignia Solutions plc
(Exact name of Registrant as specified in its charter)

England and Wales
(State or other jurisdiction of
incorporation or organization)

0-27012
(Commission File Number)

Not Applicable
(I.R.S. Employer
Identification No.)

**51 East Campbell Avenue, Suite 130
Campbell, California 95008
United States of America**

(Address of principal executive offices) (Zip code)

(408) 874-2600
(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 (see General Instruction A.2. below):

- ☐ 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 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

Insignia Solutions plc. (“Insignia”) has amended a license agreement originally entered into in 2005 with a wireless technology provider. Under the amended terms of the agreement the wireless company will pay Insignia \$1.45 million in license fees over the next eight months, upon completion of certain engineering milestones, for a perpetual license to Insignia’s client and server technologies. Additional license fees will be paid on a per device license basis for Insignia’s FOTA client. The amendment also restricted the license to shipping Insignia’s technologies bundled with the customer’s products for use limited to certain vertical markets, and grants certain limited exclusivity provisions for those markets.

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.

Insignia Solutions plc

Date: October 11, 2006

By: /s/ Mark McMillan

Mark McMillan
Chief Executive Officer