

BOINGO WIRELESS INC  
Form 8-K  
June 26, 2012

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

Washington, DC 20549

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**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES AND EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): **June 20, 2012**

**BOINGO WIRELESS, INC.**

(Exact name of registrant as specified in charter)

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

**001-35155**  
(Commission File Number)

**95-4856877**  
(I.R.S. Employer Identification No.)

**10960 Wilshire Blvd., Suite 800**

**Los Angeles, California 90024**

(Address of principal executive offices and zip code)

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Registrant's telephone number, including area code: **(310) 586-5180**

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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-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On June 20, 2012, Niels Jonker, the Chief Technology Officer of Boingo Wireless, Inc. (the Company), notified the Company of his intention to resign as a full-time employee of the Company in his role as Chief Technology Officer, effective as of June 30, 2012. Mr. Jonker has agreed to enter into a consulting agreement with the Company on an ongoing basis to provide strategic technology services to the Company.

Alan Lang, Senior Vice President of Engineering, will assume Mr. Jonker's day-to-day engineering management responsibilities as of July 1, 2012. Mr. Lang joined the Company as Vice President of Engineering on January 1, 2011 and since that time has been assuming a greater role in these management responsibilities.

**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.

**BOINGO WIRELESS, INC.**

Date: June 25, 2012

/s/ Edward Zinser  
Edward Zinser  
Chief Financial Officer