

BSQUARE CORP /WA  
Form 8-K  
March 03, 2011

**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): March 3, 2011

**BSQUARE CORPORATION**

(Exact name of Registrant as specified in its charter)

Washington  
(State or Other Jurisdiction  
of Incorporation)

000-27687  
(Commission  
File Number)

91-1650880  
(IRS Employer  
Identification No.)

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110 110<sup>th</sup> Ave NE, Suite 200

Bellevue, WA 98004

425-519-5900

(Address and Telephone Number of Registrant's Principal Executive Offices)

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))

**Item 2.02 Results of Operations and Financial Condition.**

On March 3, 2011, BSQUARE Corporation (the Company ) issued a press release announcing its preliminary financial results for the quarter and twelve months ended December 31, 2010. A copy of the Company s press release announcing these financial results and certain other information is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by this reference.

The information in this report shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) The following exhibits are furnished with this Current Report on Form 8-K pursuant to Item 2.02:

**Exhibit**

| <b>No</b> | <b>Description</b>  |
|-----------|---|
| 99.1      | Press release, dated March 3, 2011, issued by BSQUARE Corporation |

**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.

**BSQUARE CORPORATION**

Date: March 3, 2011

By:

*/s/ SCOTT C. MAHAN*  
**Scott C. Mahan**

**Vice President, Finance & Operations**

**and Chief Financial Officer**