BSQUARE CORP /WA Form 8-K/A October 31, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

September 28, 2006

BSQUARE CORPORATION

(Exact name of registrant as specified in its charter)

| Washington | 000-27687 | 91-1650880 |
|---|------------------------------------|--|
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |
| 110 110th Avenue NE, Suite 200, Bellevue, Washington | | 98004 |
| (Address of principal executive offices) | | (Zip Code) |
| Registrant s telephone number, including area | code: | 425-519-5900 |
| | Not Applicable | |
| Former name or | former address, if changed since l | ast report |
| 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: | intended to simulationary satisfy | the rining congution of the registratic under any of |
| [] Written communications pursuant to Rule 425 under the I Soliciting material pursuant to Rule 14a-12 under the I | | |
| [] 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.

BSQUARE Corporation (the "Company") is filing this Form 8-K/A to correct a typographical error contained in its Current Report filed on Form 8-K on October 4, 2006 (the "Current Report"). Specifically, the Current Report incorrectly listed the expiration date of the Microsoft OEM Distribution Agreement for Software Products for Embedded Systems (the "Distribution Agreement") with Microsoft Licensing, GP as September 30, 2007 rather than June 30, 2007, the correct date. The expiration date was changed this year to coincide with the fiscal year end of Microsoft Corporation. No other items or disclosures in the Current Report are being amended.

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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

October 31, 2006 By: Scott C. Mahan

Name: Scott C. Mahan Title: Chief Financial Officer