
**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): February 28, 2018 (February 22, 2018)

Synacor, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-33843
(Commission
File Number)

16-1542712
(IRS Employer
Identification No.)

40 La Riviere Drive, Suite 300
Buffalo, New York
(Address of principal executive offices)

14202
(Zip Code)

Registrant's telephone number, including area code: (716) 853-1362

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.01. Entry into a Material Definitive Agreement.

On February 22, 2018, Synacor, Inc. (the “Company”) and Google Inc. (“Google”) entered into an Extension Amendment to Google Services Agreement, effective as of March 1, 2018 (the “Extension Amendment”). The Extension Amendment extends the term of that certain Google Services Agreement between the Company and Google effective as of March 1, 2011, as amended, for an additional one month from its current expiration date of February 28, 2018. A copy of the Extension Amendment is attached to this Current Report on Form 8-K as Exhibit 10.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits. The following exhibits are being filed herewith:

10.1 [Extension Amendment to Google Services Agreement, effective as of March 1, 2018, between Synacor, Inc. and Google Inc.](#)

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.

SYNACOR, INC.

Date: February 28, 2018

By: /s/ William J. Stuart

William J. Stuart
Chief Financial Officer and Secretary

EXTENSION AMENDMENT TO GOOGLE SERVICES AGREEMENT

This Extension Amendment to the Google Services Agreement (“ **Amendment** ”), effective as of the first day following the current expiration date of the Agreement (as defined below) (“ **Amendment Effective Date** ”), is between Synacor, Inc. (“ **Company** ”) and Google Inc. (“ **Google** ”) and amends the existing Google Services Agreement between Company and Google (the “ **Agreement** ”). Capitalized terms not defined in this Amendment have the meanings given to those terms in the Agreement. The parties agree as follows:

1. **Extension**. The term of the Agreement is extended for an additional one month from the current expiration date.
2. **General**. The parties may execute this Amendment in counterparts, including facsimile, PDF, or other electronic copies, which taken together will constitute one instrument. Except as expressly modified herein, the terms of the Agreement remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this Amendment as of the Amendment Effective Date by persons duly authorized.

Company:

By: /s/ William J. Stuart
Name: William J. Stuart
Title: CFO
Date: 02/22/18

Google LLC

By: /s/ Philipp Schindler
Name: Philipp Schindler
Title: Authorized Signatory
Date: 2018.02.22