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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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

Date of Report (Date of earliest event reported): November 12, 2014

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**Synacor, Inc.**

(Exact name of registrant as specified in its charter)

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**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

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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 7.01 Regulation FD Disclosure.**

Synacor, Inc. (the “Company”) has posted on its website slides for a presentation describing its growth strategy. A copy of the posted document is furnished as Exhibit 99.1 hereto.

Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits****(d) Exhibits.**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Slides dated October 2014 entitled “Growth Strategy.”

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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.

Synacor, Inc.

Date: November 12, 2014

By: /s/ William J. Stuart  
William J. Stuart  
Chief Financial Officer and Secretary

# GROWTH STRATEGY

OCTOBER 2014

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# SAFE HARBOR

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"Safe Harbor" statement under the Private Securities Litigation Reform Act of 1995: This presentation contains forward-looking statements concerning Synacor's expected financial performance as well as Synacor's strategic and operational plans. The achievement or success of the matters covered by such forward-looking statements involves risks, uncertainties and assumptions. If any such risks or uncertainties materialize or if any of the assumptions prove incorrect, the company's results could differ materially from the results expressed or implied by the forward-looking statements the company makes. Synacor is under no obligation to, and expressly disclaims any such obligation to, update or alter forward-looking statements, whether as a result of new information, future events, or otherwise.

The risks and uncertainties referred to above include - but are not limited to - risks associated with: execution of our plans and strategies; the loss of a significant customer; our ability to obtain new customers; expectations regarding consumer taste and user adoption of applications and solutions; developments in Internet browser software and search advertising technologies; developments in display advertising technologies and practices; general economic conditions; expectations regarding the company's ability to timely expand the breadth of services and products or introduction of new services and products; consolidation within the cable and telecommunications industries; changes in the competitive dynamics in the market for online search and display advertising; the risk that security measures could be breached and unauthorized access to subscriber data could be obtained; potential third party intellectual property infringement claims; and the price volatility of our common stock.

Further information on these and other factors that could affect the company's financial results is included in filings it makes with the Securities and Exchange Commission from time to time, including the section entitled "Risk Factors" in the company's most recent Form 10-Q filed with the SEC on August 14, 2014. These documents are available on the SEC Filings section of the Investor Information section of the company's website at [investor.synacor.com](http://investor.synacor.com).

# TODAY'S DISCUSSION

CONTEXT

MISSION & OPPORTUNITY

GROWTH AGENDA

MARKET POTENTIAL





# CONTEXT

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## CONTEXT: READY FOR GROWTH

### RELATIONSHIPS AND SCALE

- 50+ customers
- Back-office integrations
- Strong relationships
- New deployable products
- Monetization upside

### OPERATING ISSUES

- Missed operating leadership
- Wind down of Charter portal
- Late to mobile



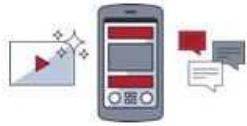
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# KEY TRENDS SHAPING THE OPPORTUNITY FOR SYNACOR

**Providers seeking scale and more revenue**



**Video, Mobile and Social are key drivers of digital engagement and monetization**

**High subscriber expectations driving new services and platforms**



**Consumers and Providers looking to reduce complexity from content, device, technology and distribution proliferation**



# MISSION & OPPORTUNITY

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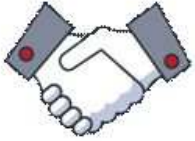
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7

# MISSION & OPPORTUNITY

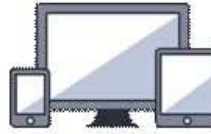
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The trusted technology, services and revenue partner...



For video, Internet and communications providers, and device manufacturers...



Delivering modern, multiscreen experiences, advertising and next-gen products to their consumers...



That require scale, actionable data and sophisticated implementation.

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## GOAL: RETURN TO PROFITABLE REVENUE GROWTH

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- Generate consistent EBITDA profitability
- Return to cash profitability
- Return to revenue growth
- Increase market value



# GROWTH AGENDA

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10

## SUMMARY: GROWTH AGENDA

Return to profitable revenue growth

Increase value for existing customers by optimizing consumer experience & monetization

Innovate on Synacor-as-a-platform for advanced services

Win new customers in current and related verticals

Extend product portfolio into emerging growth areas

Instill operating discipline and get Synacor back on sound financial footing

# FOUNDATION: OPERATING DISCIPLINE & SOUND FINANCIAL FOOTING

## STREAMLINE OPERATIONS AND DEVELOP OUR TALENT

- Reduced ~70 positions, ~20% of the workforce
- Organized talent aligned to products, creating role and career path clarity
- Prudent financial management

## FOCUS AND PRIORITIZE SPEND ON HIGHEST REVENUE-GENERATING ITEMS

- Reduced overall R&D spend – better build vs buy decisions
- Focused R&D spend on strategic product priorities
- Increased emphasis on sales and marketing

RECENT RESTRUCTURING EXPECTED TO DELIVER \$6M+ OF ANNUALIZED SAVINGS

A woman with long brown hair, wearing a dark blazer over a striped shirt, is sitting on a grey metal bench. She is smiling and looking down at a tablet computer she is holding in her hands. The background is a blurred outdoor setting with other people walking.

# INCREASE VALUE FOR EXISTING CUSTOMERS BY OPTIMIZING CONSUMER EXPERIENCE & MONETIZATION

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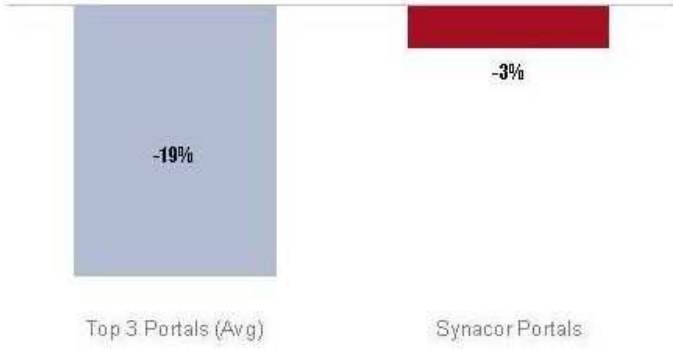
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13



# SYNACOR PORTALS RETAINING USERS BETTER THAN PEERS

YoY % decline in unique monthly visitors, 8/13 – 8/14



## Further increase penetration

- 15M monthly users, from 40M+ broadband consumers
- Deploying desktop and mobile experiences designed for engagement and monetization

: Normalizing for Charter, Synacor network would have increased 0.9% Aug 2014 vs Aug 2013  
: With Charter, Synacor network has 18M monthly users, from 50M broadband consumers  
Source: comScore Aug 2014

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# ACCELERATING DEPLOYMENT OF OUR BETTER-DESIGNED EXPERIENCES

## New portal designed for engagement and monetization

- Modern, stream-based experience
- Video threaded throughout
- Responsive on mobile
- Aggressive deployment plan



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## MOBILE EXPERIENCES ARE A MUST-HAVE

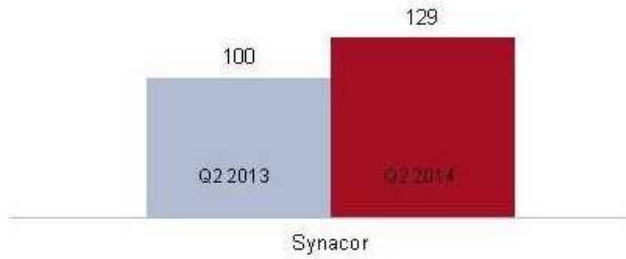
- Industry partner in mobile white-label products
- Mobile-first development
- Cross-platform, interconnected products
- World-class user experience and design



## CONTINUING TO IMPROVE MONETIZATION OF OUR TRAFFIC

### SYNACOR HAS GROWN DISPLAY ADVERTISING MONETIZATION

*Index Revenue per Thousand Pageviews*




Source: comScore & Company 10-Qs

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### CONTINUING TO DRIVE MONETIZATION

- Increasing video inventory on Synacor portals and through syndication
- Direct-selling high-impact ad units
- Beginning to participate in high-growth mobile ad market
- Carefully leveraging site and customer data for audience targeting
- Continuing to optimize search results – RPMs in line with major portals

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17



# INNOVATE ON SYNACOR-AS-A-PLATFORM FOR ADVANCED SERVICES

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18

# SYNACOR MEDIA PLATFORM ENABLES RICH AND TARGETED SEARCH, DISCOVERY AND CONSUMPTION EXPERIENCES

Broadening Cloud ID across providers and services

- Platform-as-a-service
- Social and auto login
- Rapid on-boarding
- 50+ customers



Scale and extend Metadata-driven search & discovery

- Normalized
- Broad content
- Single Flexible API
- 24/7 editorial

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19

## CREATING A PROFESSIONAL SERVICES TEAM TO DELIVER END-TO-END VIDEO SOLUTIONS REQUESTED BY OUR CUSTOMERS

- 65M+ streaming video consumers in 2016, generating ~\$500M in addressable services and platform spend
- Fragmented landscape of vendors
- Providers looking for a one-stop, trusted partner
- Synacor currently enables end-to-end solutions - creating video services team



Source: SNL Financial (North America)

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20



# WIN NEW CUSTOMERS IN CURRENT AND RELATED VERTICALS

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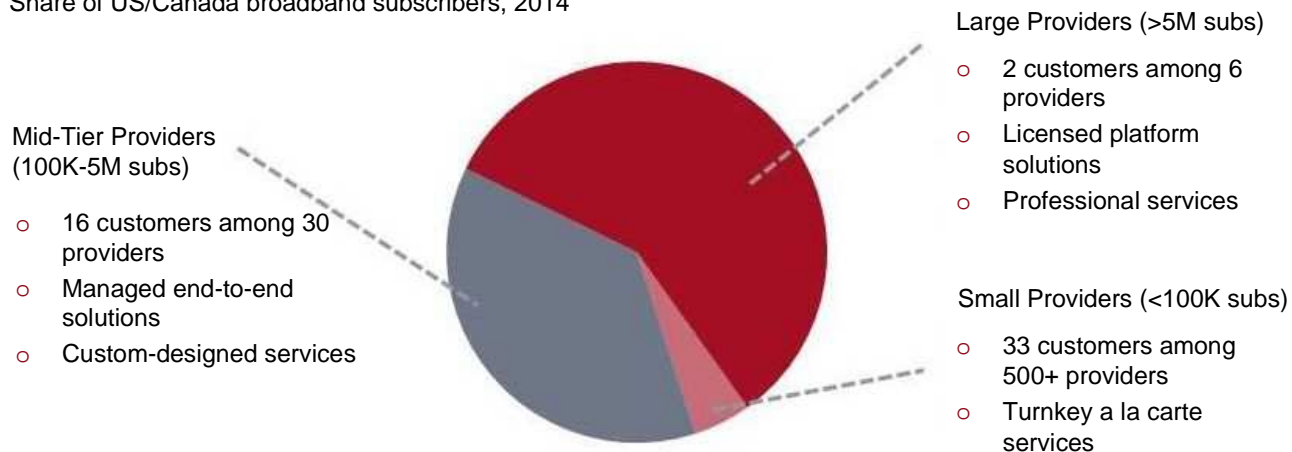
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21



## ESTABLISHED PRESENCE IN ALL PROVIDER SEGMENTS, WITH ROOM FOR CUSTOMER GROWTH

Share of US/Canada broadband subscribers, 2014



**Synacor works with video, Internet and communications providers, and device manufacturers**

Source: SNL Financial & International Telecommunication Union

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22

# EXPANDING DISTRIBUTION OF MONETIZED START EXPERIENCES

- Relevant, engaging, revenue-producing modules
- Includes products like themes, merchandising, widgets and video
- Syndicated to wireline and wireless providers, publishers and consumer electronics companies.



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# EXTEND PRODUCT PORTFOLIO INTO EMERGING GROWTH AREAS

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24

# PRODUCT PORTFOLIO POSITIONED TO EXTEND INTO SEVERAL GROWTH AREAS

## INTERNATIONAL

- Focused growth in international
- Traction in Latin America with Televisa and GrupoTV Cable Ecuador
- Requires local presence

## BROADER AUTHENTICATION

- Media (Synacor today)
- Education
- Technology
- Others

## BUSINESS SERVICES PORTALS



Cloud Storage



Email




High Speed Internet



Video



# MARKET POTENTIAL

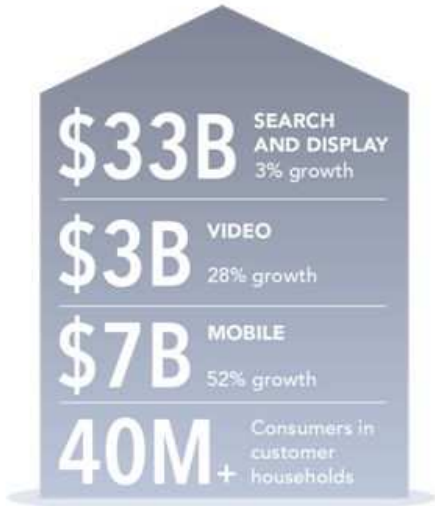
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26

# PURSUIING SIGNIFICANT AND ATTRACTIVE GROWTH MARKETS

## GROW ADVERTISING REVENUE



## GROW VIDEO SOLUTIONS REVENUE



## GROW NEW LINES OF BUSINESS



Sources: SNL Kagan, Magna Global – 2013 numbers, 2013-16 CAGR

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# SUMMARY: GROWTH AGENDA

Return to profitable revenue growth

Increase value for existing customers by optimizing experience & monetization

Accelerate deployment & usage of new portal and communication products

Build & deploy mobile experiences

Optimize monetization – grow video inventory and data

Innovate on Synacor-as-a-platform for advanced services

Broaden Cloud ID across providers and services

Scale and extend metadata-driven search & discovery

Create a professional services team to deliver end-to-end video solutions

Win new customers in current and related verticals

Continue to pursue remaining broadband and pay-TV providers

Syndicate 'start' modules in related verticals and devices: Wireless, OEMs, Publishers

Extend product portfolio into emerging growth areas

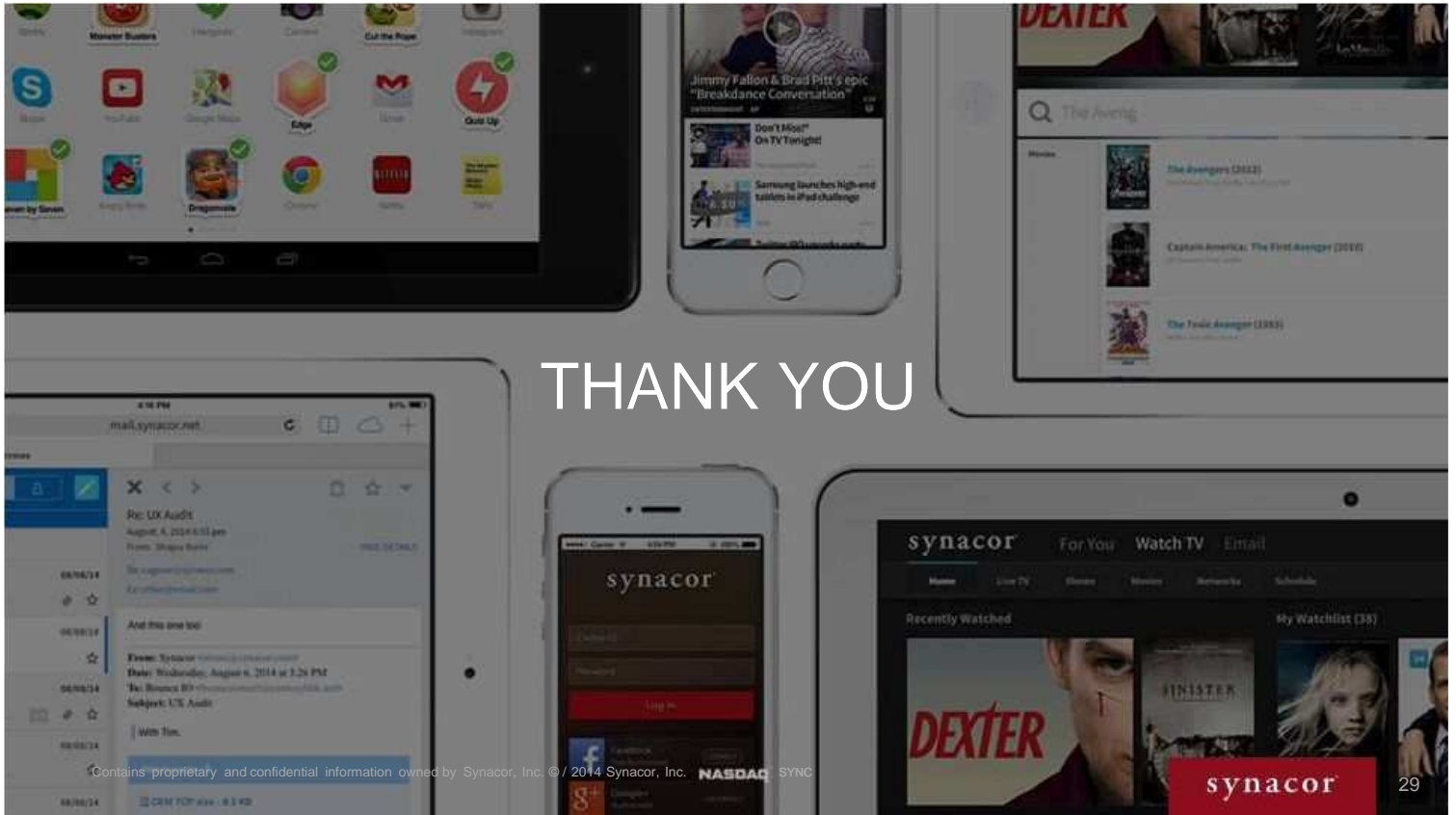
Focused growth in international

Opportunistically explore new services:  
Business services  
Bill-thru premiums

Instill operating discipline and get Synacor back on sound financial footing

Streamline operations and develop our talent

Focus & prioritize R&D on highest revenue-generating opportunities



THANK YOU

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