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BLONDER TONGUE LABORATORIES INC

Form 8-K

September 18, 2006

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): September 12, 2006

Blonder Tongue Laboratories, Inc.  
(Exact Name of registrant as specified in its charter)

Delaware	1-14120	52-1611421
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

One Jake Brown Road, Old Bridge, New Jersey 08857  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (732) 679-4000

Not Applicable  
(Former name or former address, if changed since last 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:

- ☐ 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 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

On September 12, 2006, Blonder Tongue Investment Company ("BTIC"), a wholly-owned subsidiary of Blonder Tongue Laboratories, Inc. (the "Company"), entered into a Patent Purchase Agreement ("Purchase Agreement") with Moonbeam L.L.C. ("Moonbeam"). Pursuant to the Purchase Agreement, upon closing, Moonbeam will pay to BTIC a total of Two Million Dollars (\$2,000,000) as the purchase price for certain patent applications, provisional patent applications, patents and related foreign patents and applications (collectively, the "Patent Rights"). The Patent Rights deal primarily with Interdiction product lines in the Addressable Subscriber category of equipment.

Under the terms of the Purchase Agreement, upon closing and concurrently with the sale of the Patent Rights to Moonbeam, Blonder Tongue, its affiliates, and its authorized agents will be granted a royalty-free, non-exclusive, non-sublicenseable, worldwide right and license to use the Patent Rights to make, use, distribute, lease, sell, import, export, develop, dispose of and exploit any products covered by the Patent Rights. Further, Blonder Tongue will be permitted to transfer its license rights to a purchaser of all or substantially all of the operating assets of certain Blonder Tongue business lines. Still further, Blonder Tongue (and a successor) will be granted a non-exclusive right to use the inventions and discoveries described in any of the patents for the purpose of further research and development of such inventions and discoveries in connection with Blonder Tongue's business.

The Purchase Agreement is subject to certain customary conditions to closing, including satisfactory completion of documentation. The closing is anticipated to occur within thirty days following execution of the Purchase Agreement.

The foregoing description of the Purchase Agreement is qualified in its entirety by reference to the complete terms and conditions of the Purchase Agreement, which is filed as Exhibit 99.1 to this Current Report on Form 8-K.

### ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) The following exhibits are filed herewith:

Exhibit 99.1

Patent Purchase Agreement

### FORWARD LOOKING STATEMENTS

This report contains forward-looking statements within the meaning of The Private Securities Litigation Reform Act of 1995. These statements are neither promises nor guarantees, are based upon assumptions and estimates that might not be realized and are subject to risks and uncertainties that could cause actual results to differ materially from those in the forward looking statements. These risks and uncertainties include, but are not limited to, the timing of the closing for the sale of the Patent Rights to Moonbeam, if at all. There are a number of factors that may cause actual results to differ from these forward-looking statements, including the success of marketing and sales strategies and new product development, the price of raw materials, and general

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economic and business conditions. Other risks and uncertainties that may materially affect the Company are provided in the Company's annual reports to shareholders and the Company's periodic reports filed with the Securities and Exchange Commission from time to time, including reports on Forms 10-K and 10-Q. Please refer to these documents for a more thorough description of these and other risk factors.

3

### SIGNATURE

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.

BLONDER TONGUE LABORATORIES, INC.

By: /s/ Eric Skolnik  
Eric Skolnik  
Senior Vice President  
and Chief Financial Officer

Date: September 18, 2006

4