

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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) June 28, 2013

KIT DIGITAL, INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

001-34437

(Commission File Number)

11-3447894

(IRS Employer Identification No.)

**26 West 17th Street 2nd Floor
New York, New York**

(Address of Principal Executive Offices)

10011

(Zip Code)

(646) 553-4845

(Registrant's Telephone Number, Including Area Code)

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 (*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 8.01 – Other Events.

On June 28, 2013, the Company issued the press release attached to this report on Form 8-K as Exhibit 99.1.

Item 9.01 – Financial Statements and Exhibits.

(d) Exhibits

The following is furnished as an Exhibit to this Current Report on Form 8-K.

Exhibit

Number

Description

99.1 Press release issued June 28, 2013

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.

KIT DIGITAL, INC.

By: /s/ Fabrice Hamaide _____

Name: Fabrice Hamaide

Title: Chief Financial Officer

Date: June 28, 2013



FOR IMMEDIATE RELEASE

KIT DIGITAL ANNOUNCES SETTLEMENT OF SECURITIES LAWSUITS

NEW YORK, NY-- June 28, 2013 - **KIT digital, Inc.** ("KIT"), a global provider of digital television and media solutions recently signed a memorandum of understanding (the "MOU") to settle a series of federal securities lawsuits filed against KIT and certain of KIT's current and former officers and directors. The lawsuits concerned conduct that was alleged to have occurred between 2008 and 2011. The MOU is an important milestone as KIT continues to build momentum for a successful future.

The settlement embodied in the MOU will fully resolve four putative class actions that were filed in the United States District Court for the Southern District of New York (the "Court") and subsequently combined by the Court into a consolidated action with the caption *In re KIT Digital, Inc. Securities Litigation*, 12 Civ. 4199 (the "Consolidated Action"). The Consolidated Action, which was brought on behalf of all persons who purchased or otherwise acquired KIT stock during the period between May 19, 2009 and November 21, 2012 (the "Class"), alleged violations of federal securities law arising from, among other things, alleged accounting issues, material weaknesses in the internal controls and financial reporting at KIT, certain acquisition transactions that KIT consummated during 2008-2011, and other events from that time period. As contemplated in the MOU, KIT's insurers will pay approximately \$6 million (the "Settlement Amount") to settle all claims of the Class, and all parties will execute mutual releases. KIT and the other defendants will have no obligation to fund any part of the Settlement Amount and any fee award to plaintiffs' counsel would be paid from the Settlement Amount.

KIT digital Interim CEO, Peter Heiland said: "The federal securities lawsuits, which concerned conduct under KIT's prior management, have been a significant distraction to the business, hindering its ability to attract capital and grow according to its real capability. Resolving these lawsuits signifies our continued progress towards putting the company back on its feet and freeing the company to focus solely on delivering the best in cutting-edge video software and services.

Along with the chapter 11 Plan of Reorganization that's progressing in a way that we're confident will satisfy creditors -- as well as shareholders keen to invest in the reorganized KIT business, Pikel -- the signing of this MOU is yet a further indication that I think we're finally seeing blue sky ahead."

KIT's entry into the MOU is not an admission of any fault, wrongdoing, or liability for the claims and damages asserted in the Consolidated Action. The settlement embodied in the MOU is subject to execution of all necessary documents, including a formal stipulation of settlement, as well as all necessary court approvals.

About KIT digital, Inc.

KIT digital is a leading video management software and services company. With its proprietary OVP and OTT platform products, Cloud and Cosmos, as well as systems integration and solutions design expertise, KIT delivers complete video solutions to clients, helping to power the transformation from traditional broadcast to multiscreen broadband TV. KIT digital services nearly 2,500 clients in 50+ countries including some of the world's biggest brands, such as Airbus, The Associated Press, AT&T, BBC, BskyB, Disney-ABC, Google, HP, MTV, News Corp, Sky Deutschland, Sky Italia, Telecom Argentina, Telecom Italia, Telefonica, Universal Studios, Verizon, Vodafone VRT and Volkswagen. KIT digital maintains headquarters in New York City with offices around the world. Learn more at www.kitd.com and follow on Twitter.

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