

MULTISYS LANGUAGE SOLUTIONS INC

Form 8-K

November 03, 2010

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): 11/1/2010

Commission file number: **000-53632**

MULTISYS LANGUAGE SOLUTIONS, INC.

(Exact name of small business issuer as specified in its charter)

Nevada

29-2973652

(State or other jurisdiction

(IRS Employer

of incorporation or
organization)

Identification No.)

8045 Dolce Volpe Ave., Las Vegas, NV 89178

(Address of principal executive offices)

702-499-3990

(Registrant's telephone number)

(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(17CFR240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))

Items to be Included in this Report

Item 1.01.

Entry into a Material Definitive Agreement.

On November 1, 2010, Multisys Language Solutions, Inc. (the Company) entered into two definitive agreements relating to the private placement of \$35,000 of its securities through the sale of 140,000 shares of its common stock at \$0.25 per share, with 70,000 total warrant shares attached that are exercisable at \$.50 per share for three years from the date of this sale, to two accredited investors. A \$10,000 purchaser in the private placement was Gary Kearney, and a \$25,000 purchaser in this private placement was Jeffrey Greenman.

In conjunction with the private placement, there were no fees, commissions, or professional fees for services payable. The placement was undertaken by the officers of Multisys. The private placement of these securities was exempt from registration under pursuant to Section 4(2) of the Securities Act of 1933, as amended. The proceeds from these sales of unregistered securities were used to paying outstanding debt. We have exhausted the proceeds from these sales of our stock due to the payment of accounts payable.

Item 3.02.

Unregistered Sales of Securities.

See disclosure under Item 1.01 of this Report.

The private placement of the securities referenced under Item 1.01 of this Report is exempt from registration under the Securities Exchange Act of 1933, as amended (the Act), pursuant to Section 4(2) thereof. The offer and sale did not involve a public offering and there was no general solicitation or general advertising involved in the offer or sale and no fees were paid in connection with the transaction. The proceeds from these sales of unregistered securities were used to paying outstanding debt. We have exhausted the proceeds from these sales of our stock due to the payment of accounts payable.

Item 9.01.

Financial Statements and Exhibits.

(c)

Exhibits

10.1

Form of Securities Purchase Agreement, entered into by the Company on November 1, 2010.

Signature(s)

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.

Dated: November 3, 2010

MULTISYS LANGUAGE SOLUTIONS, INC.

By:

/s/ Janelle Edington

Janelle Edington

President & CEO