

Edgar Filing: ILINC COMMUNICATIONS INC - Form 8-K

Purchaser will pay within ten (10) days of Closing cash equal to the amount of accounts receivable related to the audio conferencing business that is less than 90 days old, with the payment estimated to be \$770,000. After the date that our audio customer accounts are transitioned to Purchaser's audio conferencing infrastructure (the "Transition Date"), Purchaser will also pay within ten (10) calendar days of the Transition Date a sum equal to 103% of the accounts receivables actually collected from the audio conferencing accounts as of the Transition Date, less the payment already received for the transferred accounts receivable. Purchaser will also pay in cash a transition payment ten (10) business days after the Transition Date equal to \$833,000. As a further earn-out payment, post-closing the Purchaser will pay to us, on or before June 1, 2009, a sum equal to 1.25 times the amount that the Purchaser's collected revenue from the transitioned audio accounts (as defined in the Agreement) exceeds \$2.7 million during the twelve months ended April 30, 2009.

Under the terms of the Agreement, we have agreed that for the three (3) year period beginning May 2, 2008 we will not engage within the United States in the "audio conference business" (as defined in the Agreement), except as a reseller of Purchaser. These restrictive covenants do not restrict our ability to conduct our audio conferencing events business (as defined in the Agreement) or our web conferencing business (as defined in the Agreement).

ITEM 2.01. COMPLETION OF ACQUISITION OR DISPOSITION OF ASSETS

The information provided in Item 1.01 of this Current Report on Form 8-K is hereby incorporated by reference into this Item 2.01.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(b) Pro forma financial information

The pro forma financial information required to be filed pursuant to Item 9.01(b) of Form 8-K is attached hereto as Exhibit 99.2 and incorporated herein by reference.

(d) Exhibits

- 10.1 Asset Purchase Agreement dated April 28, 2008 between iLinc Communications, Inc. and American Teleconferencing Services, Ltd.
- 99.2 Unaudited pro forma financial information of iLinc Communications, Inc.

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.

ILINC COMMUNICATIONS, INC.

Edgar Filing: ILINC COMMUNICATIONS INC - Form 8-K

By: /s/ James M. Powers, Jr.

James M. Powers, Jr.
President and Chief Executive Officer

Date: May 2, 2008

3

EXHIBIT INDEX

EXHIBIT NUMBER -----	DESCRIPTION OF EXHIBIT -----
10.1	Asset Purchase Agreement dated April 28, 2008 between iLinc Communications, Inc. and American Teleconferencing Services, Ltd.
99.2	Unaudited pro forma financial information of iLinc Communications, Inc.

4