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PARKERVISION INC
Form 8-K
June 28, 2005

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): June 28, 2005

PARKERVISION, INC.
(Exact Name of Registrant as Specified in Charter)

| | | |
|--|--------------------------------------|---|
| Florida | 0-22904 | 59-297147 |
| ----- (State or Other Jurisdiction of Incorporation) | ----- (Commission File Number) | ----- (IRS Employ Identification) |
| 8493 Baymeadow Way, Jacksonville, Florida | 32256 | |
| ----- (Address of Principal Executive Offices) | ----- (Zip Code) | |
| Registrant's telephone number, including area code | (904) 737-1367 | |
| | ----- | |

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Item 2.05 -- Costs Associated with Exit or Disposal Activities

On June 23, 2005, the Company's Board of Directors unanimously approved the Company's plan to exit its retail business activities and pursue an OEM

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business strategy as a pure-play fabless semiconductor company. On June 28, 2005, the Company issued a press release disclosing the facts and circumstances leading up to the Company's decision to exit its retail business. A copy of the press release is included as Exhibit 99.1 hereto.

The Company estimates a charge to operating results in the second quarter of 2005 in the range of \$4.45 to \$5.65 million in connection with the exit of its retail business activities. This charge consists of the following:

| | |
|--|---------------------------|
| Write down of inventory to net realizable value | \$2,200,000 - \$2,750,000 |
| Write down of intangible and other assets due to impairment | \$1,600,000 - \$2,200,000 |
| Accrued severance costs | \$ 650,000 - \$ 700,000 |
| | ----- |
| Total estimated charge | \$4,450,000 - \$5,650,000 |

The Company anticipates that the cash impact of exiting its retail activities will total approximately \$1.4 million which will be incurred predominantly in the third quarter of 2005. The \$1.4 million cash impact consists of payment of accrued severance costs as discussed above and cash payments to retailers and distributors of approximately \$700,000 which represents refunds for inventory in the retail channel. The value of inventory in the retail channel is currently recorded as deferred revenue in the Company's balance sheet, therefore, this cash payment will have no impact on operating results.

Item 2.06 - Material Impairments

We hereby incorporate by reference the discussion concerning material impairments set forth in item 2.05 above.

Item 9.01 -- Financial Statement and Exhibits

- 99.1 Press release, dated June 28, 2005, announcing the Company's plan to exit its retail business activities.

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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.

Dated: June 28, 2005

PARKERVISION, INC.

By: /s/ Jeffrey L. Parker

Jeffrey L. Parker
Chief Executive Officer

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