

WINMARK CORP  
Form 8-K  
February 27, 2009

# **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): **February 26, 2009**

## **Winmark Corporation**

(Exact Name of Registrant as Specified in Its Charter)

**Minnesota**

(State or Other Jurisdiction of Incorporation)

**000-22012**  
(Commission File Number)

**41-1622691**  
(I.R.S. Employer Identification Number)

**605 Highway 169 North, Suite 400, Minneapolis, Minnesota 55441**

(Address of Principal Executive Offices) (Zip Code)

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**(763) 520-8500**

(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:

- ☐ 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 8.01 Other Events and Regulation FD Disclosure.**



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On February 26, 2009, Winmark Corporation's Board of Directors authorized a 500,000 share repurchase in addition to the approximately 30,000 shares remaining under an existing Board authorization. The new authorization is equal to approximately nine percent of Winmark's shares currently outstanding.

### **Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits:

99.1 Press Release dated February 26, 2009.

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.

WINMARK CORPORATION

Date: February 27, 2009

By: /s/ Anthony D. Ishaug  
Anthony D. Ishaug  
Chief Financial Officer

EXHIBIT INDEX

to

Form 8-K

Winmark Corporation

| <b>Exhibit</b> | <b>Description</b>                     |
|----------------|----------------------------------------|
| 99.1           | Press Release dated February 26, 2009. |