

RealD Inc.  
Form 8-K  
February 03, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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**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 3, 2011**

**RealD Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other  
jurisdiction of  
incorporation)

**001-34818**  
(Commission File Number)

**77-0620426**  
(IRS Employer  
Identification No.)

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**100 N. Crescent Drive, Suite 120**  
**Beverly Hills, CA**  
(Address of principal executive offices)

**90210**  
(Zip Code)

**(310) 385-4000**

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(Registrant's telephone number, including area code)

NA

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

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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(b))
- 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 2.02 Results of Operations and Financial Condition.**

On February 3, 2011, RealD Inc. (or the Company ) issued a press release reporting its financial results for the three months and nine months ended December 24, 2010. The press release is attached to this Current Report on Form 8-K as Exhibit 99.1.

The information contained in this report and the attached press release is furnished but not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended.

On February 3, 2011, the Company will conduct a properly noticed conference call to discuss its results of operations for the third quarter of fiscal 2011 and to answer any questions raised by the call s audience.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

The following exhibit is attached to this Current Report on Form 8-K:

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release, dated February 3, 2011, entitled RealD Inc. Reports Third Quarter Fiscal 2011 Financial Results.

**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 thereunto duly authorized.

RealD Inc.

By:

*/s/ Andrew A. Skarupa*  
**Andrew A. Skarupa**  
**Chief Financial Officer and Chief Operating Officer**

Date: February 3, 2011