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ON COMMAND CORP Form 8-K February 10, 2003

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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: February 10, 2003 Date of Earliest Event Reported: February 4, 2003

ON COMMAND CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

00-21315

77-04535194

(Commission File Number)

(I.R.S. Employer Identification No.)

4610 South Ulster Street, 6th Floor Denver, CO 80237

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (720) 873-3200

(Former name or former address, if changed from last report)

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Item 5. Other Events and Regulation FD Disclosure

On February 4, 2003, On Command Corporation (the "Company") received notification that its securities would be delisted from the Nasdaq National Market effective with the open of business on February 6, 2003. As of February 6, 2003, the Company's securities were eligible for quotation on the OTC Bulletin Board under the symbol ONCO.

SIGNATURE

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Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 10, 2003

ON COMMAND CORPORATION

By: /s/ BERNARD G. DVORAK

Bernard G. Dvorak Senior Vice President, Chief Financial Officer and Treasurer (Principal Accounting and Financial Officer)

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<u>Item 5. Other Events and Regulation FD Disclosure</u> <u>SIGNATURE</u>