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MDC PARTNERS INC
Form 8-K
February 01, 2006

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13

of the Securities Exchange Act of 1934

Date of Report (Date Earliest Event reported) February 1, 2006(February 1, 2006)

MDC PARTNERS INC.

(Exact name of registrant as specified in its charter)

Ontario 001-13718 98-0364441
(Jurisdiction of Incorporation) (Commission File Number) (IRS Employer Identification No.)

45 Hazelton Ave., Toronto, Ontario, Canada M5R 2E3

(Address of principal executive offices and zip code)

(416) 960-9000

(Registrant's Telephone Number)

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 (see General Instruction A.2. below):

- 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 7.01. Regulation FD Disclosure.

On February 1, 2006, MDC Partners Inc. (the Company) intends to post the information attached as Exhibit 99.1 hereto on its web site (www.mdc-partners.com). These documents may be used for one or more investor presentations.

During the quarter ended September 30, 2005, the Company reassessed its reportable operating segments to consist of five segments plus corporate, instead of reporting only two segments plus corporate. In its recent Form 10-Q for the period ended September 30, 2005, the Company recast its prior period disclosures to conform to the third quarter presentation. Included in the information attached as Exhibit 99.1 is revised segment disclosure for revenue and operating income for the three months ended March 31, 2005 and June 30, 2005, respectively.

The foregoing information (including the exhibits hereto) is being furnished under Item 7.01. Regulation FD Disclosure. Such information (including the exhibits hereto) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

99.1 Presentation of 2005 segment disclosure for the Company's reportable operating segments.

Signatures

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

Date: February 1, 2006

MDC Partners Inc.

By:

/s/ Mitchell Gendel

Mitchell Gendel,
General Counsel & Corporate Secretary