

STANDARD REGISTER CO  
Form 8-K  
February 25, 2011

UNITED STATES  
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 23, 2011  
(Date of earliest event reported)

THE STANDARD REGISTER COMPANY

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(Exact name of Registrant as specified in its Charter)

Ohio

1-1097

31-0455440

(State or other jurisdiction of  
incorporation)

(Commission File No.)

(IRS Employer Identification  
Number)

600 Albany Street, Dayton, Ohio

45417

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (937) 221-1000

N/A

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

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensation Arrangements of Certain Officers**

On February 23, 2011, the Company adopted standard forms of performance-based restricted stock grant agreements and a nonqualified stock option agreement to be used in conjunction with awards to be made under The Standard Register Company 2011 Equity Incentive Plan which will be submitted for shareholder approval at the Company's upcoming annual shareholders meeting. These new forms of award agreements are filed as exhibits with this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

Exhibit No.

Description

10.1

Form of performance-based restricted stock grant agreement under The Standard Register Company 2011 Equity Incentive Plan (for use with the chief executive officer, chief financial officer and general counsel).

10.2

Form of performance-based restricted stock grant agreement under The Standard Register Company 2011 Equity Incentive Plan (for use with all plan participants other than the chief executive officer, chief financial officer or general counsel).

10.3

Form of nonqualified stock option agreement under The Standard Register Company 2011 Equity Incentive Plan.

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.

REGISTRANT

THE STANDARD REGISTER COMPANY

Date: February 24, 2011

By: /s/Gerard D. Sowa

Gerard D. Sowa, Vice President,

General Counsel and Secretary