

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: June 8, 2010

VISUALANT, INCORPORATED

(Exact name of Registrant as specified in its charter)

Nevada
(State or jurisdiction of
incorporation)

0-25541
(Commission File No.)

91-1948357
(IRS Employer
Identification No.)

500 Union Street, Suite 406
Seattle, Washington 98101
(206) 903-1351
(Address of Registrant's principal executive office and
telephone number)

Section 2 – Financial Information

Item 2.01 – Completion of Acquisition or Disposition of Assets.

Visualant, Inc. (the “Company”), an emerging leader in authentication systems technology, announced that the acquisition of TransTech Systems, Inc. (“TransTech”) of Aurora, OR closed on June 8, 2010.

TransTech, founded in 1994, is a distributor of access control and authentication systems serving the security and law enforcement markets. With recorded revenues of \$10 million in 2009, TransTech has a respected national reputation for outstanding product knowledge, sales and service excellence. Their management team is lead by TransTech founder, Jim Gingo, a highly regarded industry veteran and one of the early members of the Document Security Alliance, an organization co-founded by the United States Secret Service and concerned industry representatives after the events of 9/11. He sits on the Board of the Security Industry Association. Mr. Gingo is also joining the Visualant Board of Directors with the closing of the acquisition.

This acquisition is expected to accelerate market entry and penetration through the acquisition of well-operated and positioned distributors of security and authentication systems like TransTech, thus creating a natural distribution channel for products featuring the company’s proprietary Spectrum Pattern Matching (“SPM”) technology.

Visualant’s strategy over the next 18 to 24 months is to generate combined annual revenue in the range of \$35 to \$50 million, through the acquisition of other high quality companies complementary to TransTech.

The Company acquired its 100% interest in TransTech by issuing a Promissory Note (“Note”) in the amount of \$2,300,000, plus interest at the rate of three and one-half percent (3.5%) per annum from the date of the Notes. The Note is secured by a security interest in the stock and assets of TransTech, and is payable over a period of three (3) years as follows:

(i) The sum of \$650,000, the amount of any accrued interest due on the Bonderson debt owed by TransTech and interest on the unpaid balance, shall be paid to Seller on the earlier of: (A) the one (1) year anniversary of the closing date; or (B) on the closing of \$2,500,000 or more in aggregate financing (whether debt, equity or some combination thereof) after the closing date;

(ii) The sum of \$650,000, the amount of any accrued interest due on the Bonderson debt owed by TransTech and interest on the unpaid balance shall be paid to Seller on the earlier of: (A) the two (2) year anniversary of the closing date; or (B) on the closing of \$5,000,000 or more in aggregate financing (whether debt, equity or some combination thereof) after the closing date; and

(iii) The remaining balance of the Note and interest thereon shall be paid to Seller on the earlier of: (A) the three year anniversary of the closing date; or (B) on the closing of \$7,500,000 or more in aggregate financing (whether debt, equity or some combination thereof) after the closing date.

In addition, the Company agreed to issue 3,000,000, 100,000 and 100,000 restricted shares of VSUL common stock to Mr. Jim Gingo, Mr. Jeff Kruse and Mr. Steve Waddle, officers of TransTech, respectively. The parties valued the shares in this transaction \$0.02 per share, the closing bid price during negotiations.

The Company entered into an Employment Agreement (“Gingo” Agreement”) with Mr. Jim Gingo, Founder and President of TransTech. The Gingo Agreement has a one year term beginning on June 8, 2010 at the annual base salary of \$200,000 per year. The Gingo Agreement provides for participation in the Company’s benefit programs available to other employees (including group insurance arrangements). Also under the Gingo Agreement, Mr. Gingo is eligible for discretionary performance bonuses based upon performance criteria to be determined by the Company’s Compensation Committee based on criteria under development up to 50% of his annual salary. If Mr. Gingo’s employment is terminated without Cause (as defined in the Gingo Agreement), Mr. Gingo will be entitled to a payment equal to one year’s annual base salary paid over the next year.

The board of directors granted Mr. Kruse and Mr. Waddle options to purchase 300,000 and 200,000 shares, respectively, of the Company’s common stock. The awards were granted at the price of \$0.09 per share, the bid price on the date the TransTech acquisition documents were approved. In accordance with the 2005 Stock Option Plan, the stock option grants vest quarterly over three (3) years and expire in ten (10) years.

The Agreements will be included as exhibits to Form 10-Q for the three months ended June 30, 2010. A copy of the Press Releases, dated June 9, June 10 and June 14, 2010, announcing the transaction are filed hereto as Exhibits 99.1-99.3, and are incorporated herein by reference.

Section 5 – Corporate Governance and Management

Item 5.02 – Departure of Directors or Principal Officers; Election of Officers

Appointment of new Directors

The Company announced that Mr. Jim Gingo, Founder and President of TransTech Systems, Inc. joined the Visualant Board of Directors on June 8, 2010. Mr. Gingo will continue to serve as President of TransTech. Mr. Gingo was an early participation, and current Board member, of the Document Security Alliance, an organization co-founded by the United States Secret Service and concerned industry representatives after the events of 9/11.

The Company also announced that Mr. Paul Bonderson, Jr., Co-founder and former Vice President of Engineering and Chief Technology Officer at Brocade Communications Systems, Inc. (NASDAQ: BRCD), has joined the Visualant Board of Directors. Mr. Bonderson was an investor in TransTech.

Mr. Bonderson has more than 30 years of technical experience in the computer industry, spanning both hardware and software engineering, engineering management, and product development. Prior to co-founding Brocade, Bonderson held engineering management positions at industry leading companies including Intel Corporation and Sun Microsystems, Inc.

Since retiring from Brocade, Bonderson has been an active philanthropist. He is a member of the Board of Trustees of the Wetlands America Trust, Inc., the organization responsible for managing the endowment and land holdings of Ducks Unlimited. He is also a Senior Advisory Vice President and Board Member of Ducks Unlimited. Additionally, Mr. Bonderson serves on the Advisory Committee of the School of Engineering and the Foundation Board of California Polytechnic State University, San Luis Obispo, California.

Visualant closed the acquisition of TransTech Systems on June 8, 2010 and will operate as a wholly owned subsidiary of Visualant.

(e) Mr. Gingo did not receive any compensation for their election to the Visualant Board of Directors. In addition, the Company agreed to issue 600,000 restricted shares of VSUL common stock to Mr. Paul Bonderson. The parties valued the shares in this transaction two cents \$(0.02) per share, the closing bid price during negotiations.

Item 9.01 – Financial Statements and Exhibits.

(d) Exhibits –

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Visualant, Inc. dated June 9, 2010 announcing the closing of the acquisition of TransTech Systems, Inc.
99.2	Press Release of Visualant, Inc. dated June 10, 2010 announcing the appointment of Jim Gingo to the Visualant Board of Directors.
99.3	Press Release of Visualant, Inc. dated June 14, 2010 announcing the appointment of Paul Bonderson, Jr. to the Visualant Board of Directors.

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.

Registrant: VISUALANT, INCORPORATED

By: /s/ Mark Scott
Mark Scott, CFO

June 14, 2010

Item 9.01 Exhibits

Item 9.01 – Financial Statements and Exhibits.

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<u>99.3</u>	Press Release of Visualant, Inc. dated June 14, 2010 announcing the appointment of Paul Bonderson, Jr. to the Visualant Board of Directors.



PRESS RELEASE

For Release

Contact

Lynn Felsinger
Visualant, Inc.

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Visualant Acquires TransTech Systems; Details Growth Strategy

Seattle, WA. June 9, 2010/Business Wire

Visualant, Inc. (OTCBB: VSUL) (the “Company”), an emerging leader in security and authentication systems technology, announced today the completion of its acquisition of TransTech Systems, Inc. (“TransTech”) of Aurora, OR on June 8, 2010.

TransTech, founded in 1994, is a distributor of access control and authentication systems serving the security and law enforcement markets. With recorded revenues of \$10 million in 2009, TransTech has a respected national reputation for outstanding product knowledge, sales and service excellence. Their management team is lead by TransTech founder, Jim Gingo, a highly regarded industry veteran and one of the early members of the Document Security Alliance, an organization co-founded by the United States Secret Service and concerned industry representatives after the events of 9/11. He sits on the Board of the Security Industry Association. Gingo is also joining the Visualant Board of Directors with the closing of the acquisition.

“This acquisition is a major milestone that marks the start of a dramatic phase of growth and development for our company,” said Visualant CEO Ron Erickson.

According to Erickson, Visualant’s strategy is to accelerate market entry and penetration through the acquisition of well-operated and positioned distributors of security and authentication systems like TransTech, thus creating a natural distribution channel for products featuring the company’s proprietary Spectrum Pattern Matching (SPM) technology.

“We believe following this strategy accelerates the company’s access to national distribution channels and an established base of customers,” Erickson commented. “We can create new, and enhance existing products based on Visualant’s SPM technology. This will stimulate product sales and generate new revenue, enhancing profitability across the entire distribution network. We believe we can quickly increase the value of both our technology and of the distribution companies we acquire which will provide a tremendous value to our shareholders.”

TransTech CEO and industry veteran, Jim Gingo, agrees. “This is truly a case in which the whole is greater than the sum of the parts.” said Gingo. “I believe Visualant’s SPM technology can create the next generation of more powerful sensors and authentication products eagerly sought by law enforcement and security professionals in this \$76 billion worldwide market.”

Erickson states, “Visualant’s strategy, over the next 18 to 24 months, is to generate combined annual revenue in the range of \$35 to \$50 million, through the acquisition of other high quality companies complementary to TransTech.

“We believe TransTech does the job of bringing Visualant’s SPM technology to the market, and drives growth in product sales,” Erickson added. “We have already identified a number of truly exciting launch potentials for the technology, and we continue to get an enthusiastic response from prospective customers and security system developers alike.”

About Visualant, Inc.

Visualant, Inc. is an emerging leader in security and authentication systems technology. Through its wholly-owned subsidiary, TransTech Systems, Inc., the Company provides security and authentication solutions to security and law enforcement markets throughout the United States.

Safe Harbor Statement

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: This press release contains forward-looking statements (within the meaning of Section 27a of the Securities Act of 1933 and Section 21e of the Securities Exchange Act of 1934) regarding us and our business, financial condition, results of operations and prospects. Forward-looking statements in this press release reflect the good faith judgment of our management and are based on facts and factors currently known to us. Forward-looking statements are subject to risks and uncertainties, and actual results and outcomes may differ materially from the results and outcomes discussed in the forward-looking statements as a result of either the matters set forth or incorporated in this press release generally or certain economic and business factors, some of which may be unknown to and/or beyond the control of Visualant, Inc.. Specifically, we are exposed to various risks related to our need for additional financing to support our technology development, acquiring or investing in new businesses and ongoing operations, the sale of a significant number of our shares of common stock could depress the price of our common stock, the market price of our common stock may be volatile, and we may incur losses in the future. Readers are urged not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. We do not undertake, and we expressly disclaim, any obligation to revise or update any forward-looking statements in order to reflect any event or circumstance that may arise after the date of the press release.



PRESS RELEASE

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Visualant Names Jim Gingo to Board of Directors

Seattle, WA. June 10, 2010/Business Wire

Visualant, Inc. (OTCBB: VSUL) (the “Company”) an emerging leader in security and authentication systems technology, announced today that Jim Gingo, Founder and President of TransTech Systems, Inc. has joined the Visualant Board of Directors.

Visualant has closed the acquisition of TransTech Systems, Inc. on June 8, 2010. TransTech will operate as a wholly owned subsidiary of Visualant. In addition to serving on the Visualant Board of Directors Jim Gingo will continue to serve as President of TransTech.

Ron Erickson, Visualant CEO, said, “Jim Gingo is a highly regarded industry veteran. In addition to continuing to grow TransTech, Jim will guide us as we focus on markets for the Visualant technology and explore additional acquisition opportunities. Erickson continued, “Jim’s commitment and foresight is evidenced by his participation as an early member, and current Board member of the Document Security Alliance, an organization co-founded by the United States Secret Service and concerned industry representatives after the events of 9/11.”

Jim Gingo stated, “The security and authentication marketplace is ripe for consolidation. In addition to working on acquisitions to expand our distribution capacity I will pursue product opportunities for Visualant’s Spectral Pattern Matching (SPM) technology in order to create the next generation of more powerful sensors and authentication products.”

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Paul Bonderson Joins Visualant Board of Directors

Seattle, WA. June 14, 2010/Business Wire

Visualant, Inc. (OTCBB: VSUL) (the “Company”) an emerging leader in security and authentication systems technology, announced today that Paul R. Bonderson, Jr., Co-founder and former Vice President of Engineering and Chief Technology Officer at Brocade Communications Systems, Inc. (NASDAQ: BRCD), has joined the Visualant Board of Directors.

Mr. Bonderson has more than 30 years of technical experience in the computer industry, spanning both hardware and software engineering, engineering management, and product development. Prior to co-founding Brocade, Bonderson held engineering management positions at industry leading companies including Intel Corporation and Sun Microsystems, Inc.

Since retiring from Brocade, Bonderson has been an active philanthropist. He is a member of the Board of Trustees of the Wetlands America Trust, Inc., the organization responsible for managing the endowment and land holdings of Ducks Unlimited. He is also a Senior Advisory Vice President and Board Member of Ducks Unlimited. Additionally, Mr. Bonderson serves on the Advisory Committee of the School of Engineering and the Foundation Board of California Polytechnic State University, San Luis Obispo, California.

Mr. Bonderson recently stated “I am pleased to join the Visualant Board of Directors. I look forward to working with the Board and management to help them build a great company.”

Ron Erickson, Visualant CEO said, “We are thrilled to have Paul Bonderson join the Visualant Board of Directors. He brings a wealth of experience which can guide us as we bring our technology to the marketplace and expand the reach of our distribution.”

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