

YELP INC  
Form 8-K  
August 01, 2012

**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 (Date of earliest event reported): August 1, 2012**

**YELP INC.**

(Exact name of registrant as specified in its charter)

Delaware                      001-35444                      20-1854266  
(State of incorporation) (Commission File No.) (IRS Employer Identification No.)

**706 Mission Street**

**San Francisco, CA 94103**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(415) 908-3801**

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):

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition.**

On August 1, 2012, Yelp Inc. (the “Company”) announced its financial results for its second quarter, ended June 30, 2012. A copy of the Company’s press release, entitled “Yelp Announces Second Quarter 2012 Financial Results,” is furnished pursuant to Item 2.02 as Exhibit 99.1 hereto.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

Exhibit Number	Description
99.1	Press Release, dated August 1, 2012, entitled “Yelp Announces Second Quarter 2012 Financial Results.”

The information in this Current Report on Form 8-K, including the attached exhibit hereto, is furnished to, but not “filed” with, the Securities and Exchange Commission (“SEC”) and shall not be deemed to be incorporated by reference into any of the Company’s filings with the SEC under the Securities Act of 1933, as amended, or the Exchange Act of 1934, as amended, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

**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.

Yelp INC.

Date: August 1, 2012

By: /s/ Rob  
Krolik  
Rob  
Krolik  
Chief  
Financial  
Officer

**INDEX TO EXHIBITS**

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