ROSETTA STONE INC Form 8-K November 05, 2009

# **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):

**November 5, 2009** 

# Rosetta Stone Inc.

(Exact name of registrant as specified in its charter)

**Delaware** (State or Other Jurisdiction of Incorporation)

**001-34283** (Commission File Number)

043837082

(IRS Employer Identification Number)

1919 North Lynn St., 7th Fl, Arlington, Virginia 22209

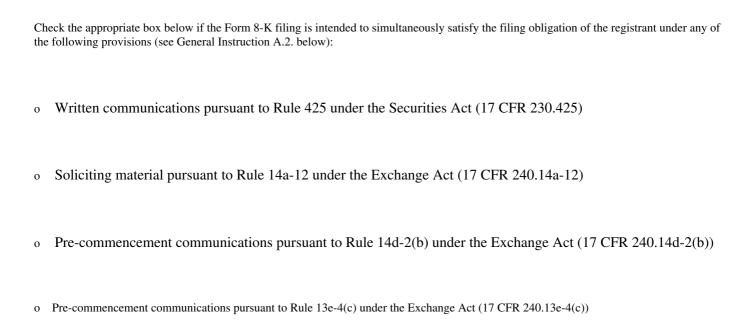
(Address of principal executive offices, including zip code)

800-788-0822

(Registrant s telephone number, including area code)

#### N/A

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



Item 2.02. Results of Operations and Financial Condition.		
press rel	ember 5, 2009, Rosetta Stone Inc. announced its financial results for the fiscal third quarter ended September 30, 2009. A copy of the ease is furnished as Exhibit 99.1 to this report. Also filed herewith and incorporated by reference as Exhibit 99.2 is certain supplemental information not included in the press release.	
In accordance with General Instruction B.2 of Form 8-K, the information in this Current Report on Form 8-K, including the exhibits, shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.		
Item 9.0	1. Financial Statements and Exhibits.	
(d)	Exhibits.	
99.1	Press Release dated November 5, 2009.	
99.2	Certain supplemental financial information not included in the press release.	
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#### **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.

Date: November 5, 2009

By: /s/ Michael C. Wu Name: Michael C. Wu

Title: General Counsel and Secretary

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## EXHIBIT INDEX

Exhibit No. 99.1	Description Press Release, dated November 5, 2009
99.2	Certain supplemental financial information not included in the press release
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