

NEUSTAR INC
Form 8-K
October 30, 2013

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) October 30, 2013

NeuStar, Inc.
(Exact name of registrant as specified in its charter)

| | | |
|---|--|--|
| Delaware (State or other jurisdiction Of incorporation) | 001-32548 (Commission File Number) | 52-2141938 (IRS Employer Identification No.) |
|---|--|--|

| | |
|--|---------------------|
| 21575 Ridgetop Circle Sterling, Virginia (Address of principal executive offices) (571) 434-5400 (Registrant's telephone number, including area code.) N/A (Former name and former address, if changed since last report.) | 20166 (Zip Code) |
|--|---------------------|

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))

Item 2.02. Results of Operations and Financial Condition.

October 30, 2013, NeuStar, Inc. (the “Company” or “Neustar”) announced its financial results for the third quarter of 2013. A copy of the press release containing the announcement is included as Exhibit 99.1 to this Current Report and is incorporated herein by reference.

Item 7.01. Regulation FD Disclosure.

October 30, 2013, Neustar issued a press release announcing its financial results for the third quarter of 2013 and a press release announcing the completion of its acquisition of Aggregate Knowledge, Inc., a Delaware corporation (“Aggregate Knowledge”). Pursuant to the Agreement and Plan of Merger, dated October 25, 2013, by and among Neustar, Inc., Akorn Acquisition, Inc., a Delaware corporation and a wholly-owned subsidiary of Neustar (the “Merger Sub”), Aggregate Knowledge, Inc. and Shareholder Representative Services LLC, the Merger Sub was merged with and into Aggregate Knowledge (the “Merger”). Aggregate Knowledge was the surviving corporation in the Merger and, as a result of the Merger, became a wholly-owned subsidiary of Neustar.

As set forth in these press releases, Neustar will conduct an investor conference call to discuss the company's results and acquisition today at 4:30 p.m. (Eastern Time). A replay of this call will be available to all those who cannot listen to the live broadcast. Copies of these press releases are attached hereto as Exhibit 99.1 and Exhibit 99.2, respectively, and are incorporated by reference herein. A copy of the supplemental slides, which will be discussed during the Company's investor conference call, is attached to this Current Report as Exhibit 99.3 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

The information in this report on Form 8-K under Items 2.02 and 7.01, including the exhibits attached hereto related to Items 2.02 and 7.01, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor shall it be deemed incorporated by reference in any filing 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.

The following are attached as exhibits to this Current Report on Form 8-K:

| Exhibit Number | Description |
|----------------|--|
| 99.1 | Earnings Release of Neustar, dated October 30, 2013. |
| 99.2 | Press Release of Neustar, dated October 30, 2013. |
| 99.3 | Supplemental Information Slides presented at the October 30, 2013 conference call. |

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.

NeuStar, Inc.

Date: October 30, 2013

By: /s/ Paul S. Lalljie

Name: Paul S. Lalljie

Title: Chief Financial Officer (Principal Financial and Accounting Officer and Duly Authorized Officer)

EXHIBIT INDEX

| Exhibit Number | Description |
|-------------------|--|
| 99.1 | Earnings Release of Neustar, dated October 30, 2013. |
| 99.2 | Press Release of Neustar, dated October 30, 2013. |
| 99.3 | Supplemental Information Slides presented at the October 30, 2013 conference call. |