

CNET NETWORKS INC
Form 8-K
July 22, 2003

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

Current Report Pursuant to Section 13 of 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): July 22, 2003

CNET Networks, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or Other Jurisdiction of Incorporation)

0-20939

(Commission File Number)

13-3696170

(IRS Employer Identification Number)

235 Second Street

San Francisco, CA 94105

(Address of principal executive offices including zip code)

(415) 344-2000

(Registrant's telephone number, including area code)

Not Applicable

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

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(c) Exhibits.

99.1 Press release dated July 22, 2003 by CNET Networks, Inc.

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ITEM 9. REGULATION FD DISCLOSURE (the following discussion is furnished under "Item 12. Results of Operations and Financial Conditions ")

In accordance with SEC Release No. 33-8216, the following information, required to be furnished under Item 12. Results of Operations and Financial Conditions, is furnished under Item 9. Regulations and FD Disclosure .

On July 22, 2003, CNET Networks, Inc. (CNET) announced via press release CNET's preliminary results for its second quarter ended June 30, 2003. A copy of CNET's press release is attached hereto as exhibit 99.1. This form 8-K and the attached exhibit are provided under Item 12 of Form 8-K and are furnished to, but not filed with, the Securities and Exchange Commission.

For additional risks about CNET's business, see its Annual Report on Form 10-K for the year ended December 31, 2002 and subsequent Forms 8-K, including disclosures under the captions Risk Factors and Management's Discussion and Analysis of Financial Condition and Results of Operations, which are filed with the Securities and Exchange Commission and are available on the SEC's website at www.sec.gov.

EXHIBIT INDEX

| Exhibit Number | Title |
|-----------------------|--|
| 99.1 | Press release dated July 22, 2003 by CNET Networks, Inc. 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.

Dated: July 22, 2003

CNET Networks, Inc.

By: /s/ DOUGLAS N. WOODRUM

Name: Douglas N. Woodrum
Title: Chief Financial Officer

SIGNATURE