

REALNETWORKS INC
Form 8-K
April 28, 2004

Table of Contents

**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) April 28, 2004

RealNetworks, Inc.

(Exact name of registrant as specified in its charter)

WASHINGTON
(State or other
jurisdiction
of incorporation)

0-23137
(Commission File
Number)

91-1628146
(I.R.S. Employer
Identification No.)

**2601 Elliott Avenue, Suite 1000
Seattle, Washington 98121**
(Address of principal executive offices) (Zip code)

(206) 674-2700
Registrant's telephone number, including area code

Not Applicable
(Former name or former address if changed since last report)

TABLE OF CONTENTS

Item 5. Other Events and Regulation FD Disclosure

Item 7(c). Financial Statements and Exhibits

Item 12. Results of Operations and Financial Condition

SIGNATURE

EXHIBIT INDEX

EXHIBIT 99.1

EXHIBIT 99.2

Table of Contents

Item 5. Other Events and Regulation FD Disclosure

On April 28, 2004, RealNetworks, Inc. (the Company) announced via press release certain executive changes. A copy of the Company's press release is attached hereto as Exhibit 99.1.

Item 7(c). Financial Statements and Exhibits

(c) Exhibits.

Pursuant to the rules and regulations of the Securities and Exchange Commission, the attached exhibits are deemed to have been furnished to, but not filed with, the Securities and Exchange Commission:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by RealNetworks, Inc. dated April 28, 2004.
99.2	Press Release issued by RealNetworks, Inc. dated April 28, 2004.

Item 12. Results of Operations and Financial Condition

On April 28, 2004, the Company announced via press release the Company's results for its first quarter ended March 31, 2004. A copy of the Company's press release is attached hereto as Exhibit 99.2. The information in this Form 8-K and the attached exhibits are furnished to, but not filed with, the Securities and Exchange Commission.

Table of Contents

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.

REALNETWORKS, INC.

Dated: April 28, 2004

By: /s/ Robert Kimball

Robert Kimball
*Vice President, Legal and Business
Affairs, General Counsel and
Corporate Secretary*

Table of Contents

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