# SECURITIES AND EXCHANGE COMMISSION

# FORM 8-K

Current report filing

Filing Date: **2013-01-23** | Period of Report: **2013-01-23** | SEC Accession No. 0001354488-13-000288

(HTML Version on secdatabase.com)

# **FILER**

INUVO, INC.

CIK:829323| IRS No.: 870450450 | State of Incorp.:NV | Fiscal Year End: 1231

Type: 8-K | Act: 34 | File No.: 001-32442 | Film No.: 13542973

SIC: 7310 Advertising

Mailing Address 15550 LIGHTWAVE DRIVE THIRD FLOOR CLEARWATER FL 33761 Business Address 15550 LIGHTWAVE DRIVE THIRD FLOOR CLEARWATER FL 33761 727-324-0046

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 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) January 23, 2013

# INUVO, INC.

(Exact name of registrant as specified in its charter)

Nevada (State or other jurisdiction of incorporation)	001-32442 (Commission File Number)	<b>87-0450450</b> (IRS Employer Identification No.)		
143 Varick Street, New York, NY (Address of principal executive offices)		D13 p Code)		
Regi	strant's telephone number, includ	ing area code 212-231-2000		
(I	Former name or former address, it	f changed since last report)		
Check the appropriate box below if the the following provisions (see General In	•	nultaneously satisfy the filing obligation	on of the registrant under any of	
☐ Written communications pursuant	to Rule 425 under the Securities	Act (17 CFR 230.425)		
☐ Soliciting material pursuant to Ru	le 14a-12 under the Exchange Ac	t (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 communication	ons pursuant to Rule 13e-4(c) und	ler the Exchange Act (17 CFR 240.13e	e-4(c))	

#### ITEM 7.01 REGULATION FD DISCLOSURE.

On January 23, 2013, the Company issued a press release entitled "Inuvo, Inc. Announces Preliminary Unaudited 2012 Revenue Increased 49% to \$53.3 Million". A copy of the Company's press release is being furnished herewith as Exhibit 99.1.

The information in this Current Report on Form 8-K under this caption and accompanying exhibits are being furnished under Item 2.02 and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liabilities of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933 (the "Securities Act") or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

#### Item 9.01 Financial Statements and Exhibits.

(d)	Exhibits.
Exhibit No.	Description
99.1	Press release dated January 23, 2013, titled "Inuvo, Inc. Announces Preliminary Unaudited 2012 Revenue Increased 49% to \$53.3 Million".
	2

# **SIGNATURES**

on its behalf by the undersigned hereunto duly authorized.

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed

	INUVO, INC.	
Date: January 23, 2013	By:	/s/ John Pisaris
		John Pisaris, General Counsel
	3	

# **EXHIBIT INDEX**

Exhibit No.	Description
99.1	Press release dated January 23, 2013, titled "Inuvo, Inc. Announces Preliminary Unaudited 2012 Revenue Increased 49% to \$53.3 Million".
	4

# Inuvo, Inc. Announces Preliminary Unaudited 2012 Revenue Increased 49% to \$53.3 Million

NEW YORK, NY--(Marketwire - Jan 23, 2013) - Inuvo, Inc. (NYSE MKT: INUV) (the "Company" or "Inuvo"), an Internet company that develops and markets browser based consumer applications and manages networks of websites today announced that the Company's preliminary unaudited revenue for fiscal year 2012 was \$53.3 million, up from \$35.8 million in fiscal year 2011. Preliminary unaudited revenue for the fourth quarter of 2012 was \$16.2 million, a nearly 5% increase over the \$15.5 million in revenue reported in the third quarter of 2012.

"Product launches and a key acquisition fueled Inuvo's growth in revenue throughout 2012. We head into 2013 with a solid foundation," stated Richard Howe, Chief Executive Officer of Inuvo. "We will continue executing on plans put in place in 2012 and be persistent in our efforts to reduce our expenses."

The Company does not anticipate continuing to report preliminary unaudited revenue and will provide additional financial information when full-year 2012 financial results are available. Preliminary unaudited revenue includes financial results from the acquisition of Vertro from March 2012 forward, prior years do not include Vertro financial results.

#### About Inuvo, Inc.

Inuvo®, Inc. (NYSE MKT: INUV), an Internet Company that develops and markets browser based consumer applications and manages networks of websites today. To learn more about Inuvo, please visit www.inuvo.com.

#### **Forward-looking Statements**

This press release contains certain forward-looking statements that are based upon current expectations and involve certain risks and uncertainties within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Words or expressions such as "anticipate," "plan," "will," "intend," "believe" or "expect" or variations of such words and similar expressions are intended to identify such forward-looking statements. Without limiting the generality of the foregoing, forward-looking statements contained in this press release specifically include the expectations of the Company's preliminary unaudited revenue for full year 2012 and Q4 2012.

These forward-looking statements are not guarantees of future performance and are subject to risks, uncertainties, and other factors, some of which are beyond our control and difficult to predict and could cause actual results to differ materially from those expressed or forecasted in the forward-looking statements, including, without limitation, statements made with respect to expectations with respect to: the strategy, markets, synergies, costs, efficiencies, and other anticipated financial impacts of the proposed transaction; the combined company's plans, objectives, expectations, intentions with respect to future operations, fluctuations in demand; changes to economic growth in the U.S. economy; and government policies and regulations, including, but not limited to those affecting the Internet. All forward-looking statements involve significant risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements, many of which are generally outside the control of Inuvo and are difficult to predict. Inuvo undertakes no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise. Additional key risks are described in the filings made by Inuvo with the U.S. Securities and Exchange Commission, including the Form 10-K for the year ended December 31, 2011 and most recent Form 10-Q.