

MARKETWATCH COM INC  
Form 8-K  
April 28, 2004

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

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FORM 8-K

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

Date of Report: April 28, 2004  
(Date of earliest event reported)

MarketWatch.com, Inc.

*(Exact name of registrant as specified in its charter)*

**Delaware**

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

**000-50562**

*(Commission File Number)*

**27-0064104**

*(IRS Employer Identification Number)*

825 Battery Street  
San Francisco, California 94111

*(Address of principal executive offices including zip code)*

(415) 733-0500

*(Registrant's telephone number, including area code)*

Not Applicable

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

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Item 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	<u>Press Release of MarketWatch.com, Inc. dated April 28, 2004.</u> <a href="#"><u>PDF</u></a>

<sup>PDF</sup> Also provided in PDF as a courtesy.

Item 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

The press release of MarketWatch.com, Inc., dated April 28, 2004, announcing its financial results for the three months ended March 31, 2004, attached and filed herewith as Exhibit 99.1, is incorporated herein by reference.

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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 therunto duly authorized.

MarketWatch.com, Inc.

By: /s/ JOAN P. PLATT

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Name: Joan P. Platt

Title: *Chief Financial Officer*

Dated: April 28, 2004

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