



Item 2.02 Results of Operations and Financial Condition.

On July 21, 2016, athenahealth, Inc. (the "Company") issued a press release regarding its financial and operational results for the quarter ended June 30, 2016. The Company also posted prepared remarks with respect to its second quarter results on the Investors section of its website at [www.athenahealth.com](http://www.athenahealth.com). Copies of the press release and prepared remarks are furnished herewith as Exhibit 99.1 and Exhibit 99.2, respectively, and are incorporated herein by reference.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 19, 2016, Ed Park, the Company's Executive Vice President and Chief Operating Officer, informed the Company of his intention to step down from his position at the end of 2016.

Item 7.01 Regulation FD.

On June 21, 2016, the Company issued a press release announcing Mr. Park's transition from his current role to the board of directors following his expected election at the end of 2016. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

The information included in this Current Report on Form 8-K pursuant to Item 2.02 and 7.01, including Exhibit 99.1 and Exhibit 99.2 attached hereto, is intended to be furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

99.1 Press release issued by athenahealth, Inc. on July 21, 2016, furnished herewith.

99.2 Prepared remarks dated as of July 21, 2016, furnished herewith.

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.

athenahealth, Inc.  
(Registrant)

July 21, 2016 /s/ KARL STUBELIS

Karl Stubelis  
Senior Vice President and Chief Financial Officer

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EXHIBIT INDEX

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