

ARBITRON INC
Form 8-K
July 22, 2004

**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): July 22, 2004

Arbitron Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-01969

52-0278528

(State or other
jurisdiction of
incorporation)

(Commission File Number)

(IRS Employer
Identification No.)

142 West 57th Street, New York, New York

10019-3300

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (212) 887-1300

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

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits.

99.1 Arbitron Inc. News Release dated July 22, 2004

Item 12. Results of Operations and Financial Condition

The following information is being furnished pursuant to Item 12 of Form 8-K.

On July 22, 2004, we issued a press release reporting 2004 second quarter financial results. A copy of the press release is attached hereto as Exhibit 99.1. The information furnished in this Item 12, including Exhibit 99.1, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to liabilities of that Section, nor shall such information be deemed incorporated by reference in any filing with the Securities and Exchange Commission, whether made before or after the date hereof, except as shall be expressly set forth by specific reference in such filing.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

ARBITRON INC.

Date: July 22, 2004

By: /s/ Dolores L. Cody
Dolores L. Cody
Executive Vice President, Legal and
Business Affairs, Chief Legal Officer
and Secretary

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EXHIBIT INDEX

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|---|
| 99.1 | Arbitron Inc. News Release dated July 22, 2004. This exhibit is deemed to be furnished not filed pursuant to Item 12 of Form 8-K. |