





**Item 2.02. Results of Operations and Financial Condition.**

On May 6, 2014, Tremor Video, Inc., or the Company, issued a press release announcing its financial results for the quarter ended March 31, 2014. The Company's press release is furnished as Exhibit 99.1 to this report.

The information included in this report and the Exhibit attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, 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, as amended, except as expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

The Company hereby furnishes the following exhibit:

99.1 Press release dated May 6, 2014.

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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 hereunto duly authorized.

**Tremor Video, Inc.**

Dated: May 6, 2014

By: /s/ Todd Sloan

Todd Sloan

Senior Vice President, Chief Financial Officer and Treasurer

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**INDEX TO EXHIBITS**

**Exhibit No.    Description**

99.1            Press release dated May 6, 2014.