

ZYNGA INC  
Form 8-K/A  
April 24, 2014

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

**FORM 8-K/A**

**CURRENT REPORT**

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

**April 23, 2014**

**Date of Report (Date of earliest event reported)**

**Zynga Inc.**

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

**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**001-35375**  
**(Commission File No.)**

**42-1733483**  
**(I.R.S. employer**  
**identification number)**

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**699 Eighth Street**

**San Francisco, CA 94103**

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

**(855) 449-9642**

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (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 communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))  
**Amendment No. 1**

This Form 8-K/A is filed as an amendment (Amendment No. 1) to the Current Report on Form 8-K filed by Zynga Inc. under items 2.01, 3.02 and 9.01 on February 11, 2014. Amendment No. 1 is being filed to include the financial statements and financial information required under item 9.01.

**Section 9 Financial Statements and Exhibits.**

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

(a) Financial Statements of Business Acquired

The audited consolidated financial statements of NaturalMotion Ltd. as of and for the year ended October 31, 2013 and the notes related thereto are filed as Exhibit 99.1 to this Amendment No. 1 and are incorporated herein by reference.

(b) Pro Forma Information

The unaudited pro forma condensed combined financial information of Zynga Inc. and NaturalMotion Ltd. as of and for the year ended December 31, 2013 and the notes related thereto are filed as Exhibit 99.2 to this Amendment No. 1 and are incorporated herein by reference.

(c) Exhibits

| <b>Exhibit Number</b> | <b>Description of Exhibit</b>  |
|-----------------------|--|
| 23.1                  | Consent of PricewaterhouseCoopers LLP, Independent Accountants of NaturalMotion Ltd.   |
| 99.1                  | Audited consolidated financial statements of NaturalMotion Ltd. as of and for the year ended October 31, 2013 and the notes thereto  |
| 99.2                  | Unaudited pro forma condensed combined financial information of Zynga Inc. and NaturalMotion Ltd. as of and for the year ended December 31, 2013 and the notes related thereto |

**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.

**Zynga Inc.**

Date: April 23, 2014

By: /s/ David Lee  
David Lee  
Chief Financial Officer and Chief Accounting  
Officer

**INDEX TO EXHIBITS**

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