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MEMBERWORKS INC
Form 8-K
July 29, 2003

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

July 29, 2003

Date of Report
(Date of earliest event reported)

MEMBERWORKS INCORPORATED

(Exact name of registrant as specified in its charter)

DELAWARE

(State of Incorporation)

0-21527

(Commission File Number)

06-1276882

(I.R.S. Employer
Identification No.)

680 Washington Blvd
Stamford, Connecticut 06901

(Address of principal executive offices,
including zip code)

(203) 324-7635

(Registrant's telephone number, including area code)

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Item 7. Financial Statements and Exhibits.

(c) Exhibits 99 Press Release dated July 29, 2003.

Item 12. Results of Operations and Financial Condition.

On July 29, 2003, MemberWorks Incorporated issued a press release regarding fiscal year 2003 fourth quarter and twelve month results, a copy of which is attached hereto as Exhibit 99 and is incorporated by reference herein in its entirety.

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.

MEMBERWORKS INCORPORATED
(Registrant)

Date: July 29, 2003

By: /s/ Gary A. Johnson

Gary A. Johnson, President and
Chief Executive Officer