



Item 2.02 Results of Operations and Financial Condition.

On February 2, 2017, athenahealth, Inc. (the “Company”) issued a press release regarding its financial and operational results for the quarter and fiscal year ended December 31, 2016. The Company also posted prepared remarks with respect to its fourth 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.

The information included in this Current Report on Form 8-K pursuant to Item 2.02, 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 February 2, 2017, furnished herewith.

99.2 Prepared remarks dated as of February 2, 2017, 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)

February 2, 2017 /s/ Karl Stubelis  
Karl Stubelis  
Senior Vice President and Chief Financial Officer

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