

Quotient Technology Inc.  
Form 8-K  
July 31, 2018

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

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**FORM 8-K**

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**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 31, 2018**

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**Quotient Technology Inc.  
(Exact name of Registrant as specified in its charter)**

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| <b>Delaware</b>   | <b>001-36331</b>                | <b>77-0485123</b>                                  |
| <b>(State or other jurisdiction of<br/>incorporation or organization)</b> | <b>(Commission File Number)</b> | <b>(I.R.S. Employer<br/>Identification Number)</b> |

**400 Logue Avenue  
Mountain View, California 94043  
(Address of principal executive offices)**

**(650) 605-4600  
(Registrant's telephone number, including area code)**

**Not Applicable  
(Former name or former address, if changed since last report)**

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

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On July 31, 2018 Quotient Technology Inc., (the “*Company*”) issued a press release regarding its financial results for the second quarter ended June 30, 2018. The press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

**Item 7.01 Regulation FD Disclosure**

The Company issued a press release, dated July 31, 2018, regarding the Company’s financial results, among other things. The press release is furnished herewith as Exhibit 99.1.

The information set forth under Item 2.02 and in the press release attached hereto shall not be deemed “filed” for purposes of the Securities Exchange Act of 1934, as amended, or incorporated by reference in any filing under the Securities Act of 1933, as amended, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing.

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

(d) Exhibits.

99.1 Press Release, dated July 31, 2018, regarding financial results of Quotient Technology Inc. for the second quarter ended June 30, 2018.

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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.

**Quotient Technology  
Inc.**

By: /s/ Connie Chen  
Connie Chen  
General Counsel

Date: July 31, 2018