

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES AND EXCHANGE ACT OF 1934

Date of Report (Date of earliest reported event): August 14, 2003

YP.NET, INC.  
(Exact name of registrant as specified in charter)

NEVADA (State or other jurisdiction of incorporation)	000-24217 (Commission File Number)	85-0206668 (IRS Employer Identification No.)
--	--	--

4840 EAST JASMINE STREET, SUITE 105, MESA, ARIZONA (Address of principal executive offices)	85205 (Zip Code)
--	---------------------

Registrant's telephone number, including area code: (480) 654-9646

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits. The following documents are filed as exhibits to this report:

99.1 Press release issued August 13, 2003

ITEM 9. REGULATION FD DISCLOSURE (INFORMATION FURNISHED UNDER ITEM 12, "RESULTS OF OPERATIONS AND FINANCIAL CONDITION").

The information contained in this Current Report is intended to be furnished under Item 12, "Results of Operations and Financial Condition," and is provided under Item 9 pursuant to interim guidance issued by the Securities and Exchange Commission in Release Nos. 33-8216 and 34-47583. As such, the information hereunder shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be incorporated by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

A copy of the press release issued by YP.Net, Inc. on August 13, 2003, announcing its results of operations and financial condition for the quarter ended June 30, 2003, is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

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.

YP.NET, INC.

Date: August 14, 2003

/s/ ANGELO TULLO

-----  
Angelo Tullo,  
Chief Executive Officer



YP.NET REPORTS APPROXIMATELY 134% INCREASE IN REVENUE AND 142% INCREASE IN OPERATING INCOME AND 110% INCREASE IN NET INCOME

Mesa, Arizona - (Business Wire)  
August 13, 2003

YP.NET, (YPNT) a leading provider of nationwide Internet Yellow pages and related services and a component of the Dow Jones Internet Services Index reported its financial results for the three months ended June 30, 2003. Net Revenue for the three months ended June 30, 2003 was \$8,013,845 compared to \$3,416,953 for the comparable period ended June 30, 2002, an increase of over 134%. The increase in revenue is principally the result of an increase in the number of "Preferred Listing" Internet advertising customers. The increase in Internet advertising customers is due to the continued success of our marketing programs.

Operating income for the three months ended June 30, 2003 was \$2,155,018 compared to \$888,963 in the comparable period in Fiscal 2002, an increase of approximately 142%. Operating margins improved to 27% from 26%. The increased operating margin is a result of additional "Preferred Listing" Internet advertising customers and the leveraging of certain fixed costs relating to acquiring and servicing these customers.

Income before income taxes for the three months ended June 30, 2003 was \$2,352,869 compared to \$1,247,637 in the comparable period in 2002; an increase of approximately 89%. The increased pre-tax income also results from the additional "Preferred Listing" Internet advertising customers and the leveraging of certain fixed costs over the larger customer base offset by non-recurring gains of approximately \$395,000 recorded in the prior year period. Excluding such prior year non-recurring gains, pre-tax income growth and margins would have been greater.

Angelo Tullo, YP.Net's CEO commented, "We are pleased with our third quarter financial results. Our growth in both operating income and margins represent the soundness of management's business model. We look forward to continuing to build the YP.Net franchise into the Internet yellow pages of choice for businesses and consumers."

The provision for income taxes was \$676,039 for the three months ended June 30, 2003 versus a provision of \$448,895 for comparable period in 2002. The increase in tax provision results from the increased profitability of the Company offset by tax planning initiatives.

Net profits for the three months ended June 30, 2003 were \$1,676,830, or \$0.04 per share, compared to net profits of \$798,742, or \$0.02 per share in the comparable period in 2002 or an increase of approximately 110% in net income. Net margins were 21% for the three months ended June 30, 2003 versus 23% for the three-month periods ended June 30, 2002. The decrease in net margin is the result of the previously mentioned

3

non-recurring gains recorded in the prior year period. Excluding the effect of these non-operating items, net income margins in the current period are actually greater than the same prior year period.

About YP.Net, Inc.

YP.Net Inc., a leading provider of Internet-based yellow page services and a component of the Dow Jones Internet Services Index, offers an Internet Advertising Package that includes a priority Preferred Listing and Mini-Webpage(TM) through its yellow page Web site at [www.Yellow-Page.Net](http://www.Yellow-Page.Net) and [www.YP.Net](http://www.YP.Net). The Company's Web site contains listings for approximately 18 million business and individuals in the United States.

YP.Net also provides an array of other Internet services that complement its yellow page sites found at ([www.Yellow-Page.Net](http://www.Yellow-Page.Net), [www.YP.Net](http://www.YP.Net), [www.YP.Com](http://www.YP.Com) and about 30 other website locations).

YP.Net is a longstanding member, exhibitor and sponsor of the two major yellow page trade associations - Yellow Page Integrated Media Association "YPIMA," the

major trade association of yellow page publishers throughout the world, and the Association of Directory Publishers "ADP," which mostly represents independent yellow page publishers. YP.Net, Inc. is based in Mesa, AZ. For more information, visit the web site at [www.ypNet.net](http://www.ypNet.net).

This press release contains certain forward-looking statements, including those regarding the Company and its subsidiaries' expectations, intentions, strategies and beliefs pertaining to future performance. All statements contained herein are based upon information available to the Company's management as of the date hereof, and actual results may vary based upon future events, both within and without management's control.

Public Relations contact:

YP.Net, Inc.  
David Iannini  
Chief Financial Officer  
YP.Net, Inc.  
480-654-9646 x1258  
Fax 480-654-9747

Investor Relations contact:

Roger H. Bedier  
Investor Relations  
YP.Net, Inc.  
480-654-9646 x1239  
Fax 480-654-9747