

Live Nation, Inc.  
Form 425  
February 10, 2009

**UNITED STATES**  
**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**

**Date of Report (Date of Earliest Event Reported):**

**February 10, 2009**

**Live Nation, Inc.**

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

**Delaware**  
**(State or other jurisdiction)**

**001-32601**  
**(Commission File No.)**

**20-3247759**  
**(I.R.S. Employer**

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of incorporation)

Identification No.)

9348 Civic Center Drive

Beverly Hills, California  
(Address of principal executive offices)

(310) 867-7000

90210  
(Zip Code)

Registrant's telephone number, including area code:

Not Applicable

(Former name or former address, if changed since last report.)

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)
- ☐ 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))

**Item 8.01 Other Events.**

On February 10, 2009, Live Nation, Inc. (the Company ) issued a press release announcing that the Company had entered into an Agreement and Plan of Merger (the Merger Agreement ) with Ticketmaster Entertainment, Inc. ( Ticketmaster ), pursuant to which Ticketmaster will merge with and into a wholly owned subsidiary of the Company.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

99.1 Joint press release, dated February 10, 2009.

**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.

Live Nation, Inc.

By: /s/ Kathy Willard  
**Kathy Willard**  
**Executive Vice President and**

**Chief Financial Officer**

February 10, 2009

**EXHIBIT INDEX**

**Exhibits**

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