

SINA CORP
Form 6-K/A
June 05, 2009

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

FORM 6-K/A

**REPORT OF FOREIGN ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
OF THE SECURITIES EXCHANGE ACT OF 1934
For the month of August 2008
Commission File Number: 000-30698**

SINA Corporation
(Registrant's Name)

**Room 1802, United Plaza
1468 Nan Jing Road West
Shanghai 200040, China**
(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.
Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T
Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T
Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby
furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):
82-_____

EXPLANATORY NOTE

This Form 6-K/A amends the Form 6-K of SINA Corporation (the Company) furnished to the Securities and Exchange Commission on August 11, 2008, including the press release and the unaudited financial results as of June 30, 2008 and for the three months ended June 30, 2008 (the Q2 2008 Press Release).

The Company's results for the second quarter of 2008 included \$2.7 million of net foreign exchange gains mainly related to dividend distributions from certain subsidiaries in the PRC (foreign exchange gains), which the Company recognized as other income under non-operating income. After reviewing the accounting treatment for the foreign exchange gains, the Company and its independent accountant determined that the requirements for releasing cumulative translation adjustments of liquidated foreign subsidiaries and recognizing the released amounts as foreign exchange gains in the income statement under Statement of Financial Accounting Standards No. 52, Foreign Currency Translation (SFAS 52) and FASB Interpretation 37, Accounting for Translation Adjustments upon Sale of Part of an Investment in a Foreign Entity-an interpretation of FASB Statement No. 52 (FIN 37) were not met, and the Company is, therefore, required to reverse such gains from non-operating income and net income in the relevant period covered by the Q2 2008 Press Release.

As a result, the accompanying unaudited financial results have been restated from the amounts previously reported for the three and six months ended June 30, 2008. The amounts under the headings "As Reported" reflect the originally reported results. The amounts under the headings "Restated" reflect the registrant's restated results after this restatement. The adjustments do not impact the Company's cash position, revenues or income from operations. A summary of the significant effects of the restatement is as follows (in thousands except per share data):

	Three Months Ended June 30, 2008		Six Months Ended June 30, 2008	
	As Reported	Restated	As Reported	Restated
Consolidated Statement of Operations Data:				
Non-operating income:				
Interest and other income, net	\$ 6,704	\$ 4,051	\$12,924	\$ 8,291
Net income	\$25,195	\$22,542	\$41,261	\$36,628
Basic net income per share	\$ 0.45	\$ 0.40	\$ 0.74	\$ 0.66
Diluted net income per share	\$ 0.42	\$ 0.37	\$ 0.68	\$ 0.61

AMENDMENT

Set forth below are portions of the Q2 2008 Press Release which have been updated to reflect the restated results.

Second Quarter 2008 Highlights

Net revenues increased 53% year over year to \$91.3 million, exceeding the Company's guidance of between \$88.0 million and \$90.0 million.

Advertising revenues increased 58% year over year to \$64.9 million, reaching the high end of the Company's guidance of between \$64.0 million and \$65.0 million.

Non-advertising revenues increased 42% year over year to \$26.4 million, exceeding the Company's guidance of between \$24.0 million and \$25.0 million.

GAAP net income grew 56% year over year to \$22.5 million or \$0.37 diluted net income per share.

Non-GAAP* net income grew 46% year over year to \$23.5 million or \$0.39 diluted non-GAAP net income per share.

* Non-GAAP measures are described below

and reconciled
to the
corresponding
GAAP measures
in the section
below entitled
Reconciliation
of Non-GAAP
to GAAP
Results.

Financial Results

For the second quarter of 2008, SINA reported total revenues of \$91.3 million, representing a 53% increase from the same period last year and a 28% increase from last quarter.

Advertising revenues for the second quarter of 2008 totaled \$64.9 million, growing 58% from the same period last year and 36% from last quarter. Advertising revenues in China grew 59% year over year, or 37% quarter over quarter, to \$64.3 million for the second quarter of 2008. Advertising revenues in the second quarter of 2008 represented 71% of total revenues, up from 69% in the same period last year and 67% in the previous quarter.

Non-advertising revenues for the second quarter of 2008 totaled \$26.4 million, representing a 42% increase from the same period in 2007 and a 12% increase from the previous quarter. For the second quarter of 2008, MVAS revenues, which accounted for 93% of non-advertising revenues, grew 44% from the same period last year and 13% from last quarter to \$24.5 million.

Gross margin for the second quarter of 2008 was 62%, compared to 62% in the same period last year and 59% in the last quarter. Advertising gross margin for the second quarter of 2008 was 64%, compared to 62% in the same period last year and 60% in the previous quarter. Excluding stock-based compensation and amortization expense of intangible assets, advertising gross margin in the second quarter of 2008 was 65%, compared to 63% in the same period last year and 62% in the previous quarter. The increase in advertising gross margin was due to revenues growing faster than cost of sales. MVAS gross margin for the second quarter of 2008 was 55%, compared to 61% in the same period last year and 56% last quarter. The decrease in MVAS gross margin was mainly due to increased costs related to revenue sharing arrangements.

Operating expenses for the second quarter of 2008 totaled \$36.6 million, an increase of 49% from the same period last year and an increase of 28% from last quarter. Excluding stock-based compensation and amortization expense of intangible assets, operating expenses for the second quarter of 2008 was \$33.4 million, representing an increase of 47% from the same period last year and an increase of 29% from last quarter. The increase in operating expenses mainly relates to higher marketing spending and, to a lesser extent, higher engineering and sales related payroll and other personnel costs.

Interest and other income for the second quarter of 2008 was \$4.1 million, compared to \$2.6 million from the same period last year and \$4.2 million from last quarter. During the second quarter of 2008, the Company recorded a gain of \$3.1 million, as a result of selling minority equity interest in one of its subsidiaries to E-House (China) Holdings Ltd. Provision for income taxes for the second quarter of 2008 was \$4.2 million, compared to \$1.5 million from the same period last year and \$3.6 million from last quarter. The Company made a provision for PRC income taxes for the second quarter of 2008 assuming an effective tax rate of 16%.

Net income for the second quarter of 2008 was \$22.5 million, compared to \$14.5 million in the same period last year and \$14.1 million last quarter. Diluted net income per share for the second quarter of 2008 was \$0.37, compared to \$0.25 in the same period last year and \$0.23 last quarter. Non-GAAP net income for the second quarter of 2008 totaled \$23.5 million, compared to \$16.1 million in the same period last year and \$17.6 million in the previous quarter. Non-GAAP diluted net income per share for the second quarter of 2008 was \$0.39, compared to \$0.27 in the same period last year and \$0.29 last quarter.

As of June 30, 2008, SINA's cash, cash equivalents and short-term investments totaled \$540.9 million, compared to \$478.0 million as of December 31, 2007. Cash flow from operating activities for the second quarter of 2008 was \$20.8 million, compared to \$20.9 million for the same period last year and \$24.7 million last quarter.

Non-GAAP Measures

This Form 6-K/A contains non-GAAP financial measures. These non-GAAP financial measures, which are used as measures of the Company's performance, should be considered in addition to, not as a substitute for, measures of the Company's financial performance prepared in accordance with United States Generally Accepted Accounting Principles (GAAP). The Company's non-GAAP financial measures may be defined differently than similar terms

used by other companies. Accordingly, care should be exercised in understanding how the Company defines its non-GAAP financial measures.

Reconciliations of the Company's non-GAAP measures to the nearest GAAP measures are set forth in the section below titled "Reconciliation of Non-GAAP to GAAP Results." These non-GAAP measures include non-GAAP gross profit, non-GAAP operating expenses, non-GAAP income from operations, non-GAAP net income, non-GAAP diluted net income per share and non-GAAP advertising gross margin.

The Company's management uses non-GAAP financial measures to gain an understanding of the Company's comparative operating performance (when comparing such results with previous periods or forecasts) and future prospects. The Company's non-GAAP financial measures exclude certain special items, including stock-based compensation charge, amortization of intangible assets, amortization of convertible debt issuance costs, gain on the sale of business and investments and gain on the sale of minority interest in subsidiary from its internal financial statements for purposes of its internal budgets. Non-GAAP financial measures are used by the Company's management in their financial and operating decision-making, because management believes they reflect the Company's ongoing business in a manner that allows meaningful period-to-period comparisons. The Company's management believes that these non-GAAP financial measures provide useful information to investors and others in the following ways: 1) in understanding and evaluating the Company's current operating performance and future prospects in the same manner as management does, if they so choose, and 2) in comparing in a consistent manner the Company's current financial results with the Company's past financial results. The Company's management further believes the non-GAAP financial measures provide useful information to both management and investors by excluding certain expenses, gains and losses (i) that are not expected to result in future cash payments or (ii) that are non-recurring in nature or may not be indicative of its core operating results and business outlook.

The Company's management believes excluding stock-based compensation from its non-GAAP financial measures is useful for itself and investors as such expense will not result in future cash payment and is otherwise unrelated to the Company's core operating results.

The Company's management believes excluding the non-cash amortization expense of intangible assets from its non-GAAP financial measures is useful for itself and investors because they enable a more meaningful comparison of the Company's cash performance between reporting periods. In addition, such charges will not result in cash settlement in the future.

The Company's management believes excluding non-cash amortization expense of issuance cost relating to convertible bonds from its non-GAAP financial measure of net income is useful for itself and investors as such expense does not have any impact on cash earnings.

The Company's management believes excluding gain on the sale of business and investments and gain on the sale of minority interest in subsidiary from its non-GAAP financial measure of net income is useful for itself and investors because such gains are not indicative of the Company's core operating results.

The non-GAAP financial measures have limitations. They do not include all items of income and expense that affect the Company's operations. Specifically, these non-GAAP financial measures are not prepared in accordance with GAAP, may not be comparable to non-GAAP financial measures used by other companies and, with respect to the non-GAAP financial measures that exclude certain items under GAAP, do not reflect any benefit that such items may confer to the Company. Management compensates for these limitations by also considering the Company's financial results as determined in accordance with GAAP.

Safe Harbor Statement

This announcement contains forward-looking statements that relate to, among other things, SINA's expected financial performance and SINA's strategic and operational plans. SINA may also make forward-looking statements in the Company's periodic reports to the U.S. Securities and Exchange Commission, in its annual report to shareholders, in its proxy statements, in its offering circulars and prospectuses, in press releases and other written materials and in oral statements made by its officers, directors or employees to third parties. SINA assumes no obligation to update any forward-looking statements in this Form 6-K/A or elsewhere. Statements that are not

historical facts, including statements about the Company's beliefs and expectations, are forward-looking statements. Forward-looking statements involve inherent risks and uncertainties. A number of important factors could cause actual results to differ materially from those contained in any forward-looking statement. Potential risks and uncertainties include, but are not limited to, SINA's limited operating history, the current global financial and credit market crisis and its impact on the Chinese economy, the recent slower growth of the Chinese economy, the uncertain regulatory landscape in the People's Republic of China, including the changes by mobile operators in China to their policies for MVAS, the Company's ability to develop and market other MVAS products, fluctuations in the Company's quarterly operating results, the Company's reliance on online advertising sales and MVAS for a majority of its revenues, the Company's reliance on mobile operators in China to provide MVAS, any failure to successfully develop and introduce new products and any failure to successfully integrate acquired businesses. Further information regarding these and other risks is included in SINA's Annual Report on Form 20-F for the year ended December 31, 2007 and its other filings with the Securities and Exchange Commission.

SINA CORPORATION
UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(U.S. Dollar in thousands, except per share data)

	Three months ended			Six months ended	
	June 30, 2008	2007	March 31, 2008	June 30, 2008	2007
Net revenues:					
Advertising	\$ 64,940	\$ 41,199	\$ 47,836	\$ 112,776	\$ 72,966
Non-advertising	26,380	18,610	23,479	49,859	38,123
	91,320	59,809	71,315	162,635	111,089
Cost of revenues:					
Advertising (a)	23,686	15,493	19,032	42,718	28,835
Non-advertising	11,466	7,136	10,178	21,644	14,650
	35,152	22,629	29,210	64,362	43,485
Gross profit	56,168	37,180	42,105	98,273	67,604
Operating expenses:					
Sales and marketing (a)	21,102	12,017	14,997	36,099	23,081
Product development (a)	7,385	5,333	6,014	13,399	10,132
General and administrative (a)	7,824	6,887	7,411	15,235	13,544
Amortization of intangibles	258	258	257	515	661
	36,569	24,495	28,679	65,248	47,418
Income from operations	19,599	12,685	13,426	33,025	20,186
Non-operating income:					
Interest and other income, net	4,051	2,589	4,240	8,291	5,249
Gain on sale of business and investments, net		830			830
Gain on investments	3,137			3,137	
Amortization of convertible debt issuance cost		(171)			(342)
	7,188	3,248	4,240	11,428	5,737
Income before income taxes	26,787	15,933	17,666	44,453	25,923
Provision for income taxes	(4,245)	(1,477)	(3,580)	(7,825)	(2,859)

Net income	\$ 22,542	\$ 14,456	\$ 14,086	\$ 36,628	\$ 23,064
Basic net income per share	\$ 0.40	\$ 0.26	\$ 0.25	\$ 0.66	\$ 0.42
Diluted net income per share	\$ 0.37	\$ 0.25	\$ 0.23	\$ 0.61	\$ 0.39
Shares used in computing basic net income per share	55,672	54,884	55,547	55,609	54,686
Shares used in computing diluted net income per share	60,669	59,665	60,239	60,463	59,470
Net income used for diluted net income per share calculation:					
Net income	\$ 22,542	\$ 14,456	\$ 14,086	\$ 36,628	\$ 23,064
Amortization of convertible debt issuance cost		171			342
	\$ 22,542	\$ 14,627	\$ 14,086	\$ 36,628	\$ 23,406
(a) Stock-based compensation included under SFAS 123R was as follows:					
Cost of revenues advertising	\$ 854	\$ 441	\$ 724	\$ 1,578	\$ 904
Sales and marketing	617	281	499	1,116	673
Product development	582	400	460	1,042	885
General and administrative	1,743	930	1,619	3,362	1,766

SINA CORPORATION
RECONCILIATION OF NON-GAAP TO GAAP RESULTS
(U.S. Dollar in thousands, except per share data)

	Three months ended June 30, 2008			Three months ended June 30, 2007			Three months ended March 31, 2008		
	Actual	Adjustments	Non-GAAP Results	Actual	Adjustments	Non-GAAP Results	Actual	Adjustments	Non-GAAP Results
		854(a) 89(b)			441(a)			724(a)	
Gross profit	\$ 56,168	\$ 943	\$ 57,111	\$ 37,180	\$ 441	\$ 37,621	\$ 42,105	\$ 724	\$ 42,829
		(2,942)(a) (258)(b)			(1,611)(a) (258)(b)			(2,578)(a) (257)(b)	
Operating expenses	\$ 36,569	\$ (3,200)	\$ 33,369	\$ 24,495	\$ (1,869)	\$ 22,626	\$ 28,679	\$ (2,835)	\$ 25,844
		3,796(a) 347(b)			2,052(a) 258(b)			3,302(a) 257(b)	
Income from operations	\$ 19,599	\$ 4,143	\$ 23,742	\$ 12,685	\$ 2,310	\$ 14,995	\$ 13,426	\$ 3,559	\$ 16,985
		3,796(a) 347(b) (30)(b) (3,137)(e)			2,052(a) 258(b) 171(c) (830)(d)			3,302(a) 257(b)	
Net income	\$ 22,542	\$ 976	\$ 23,518	\$ 14,456	\$ 1,651	\$ 16,107	\$ 14,086	\$ 3,559	\$ 17,645
Diluted net income per share	\$ 0.37		\$ 0.39	\$ 0.25		\$ 0.27	\$ 0.23		\$ 0.29
Shares used in computing diluted net income per share	60,669		60,669	59,665		59,665	60,239		60,239
Net income used in									

computing
diluted net
income per
share:

Net income	\$ 22,542		\$ 23,518	\$ 14,456		\$ 16,107	\$ 14,086		\$ 17,645
Amortization of convertible debt issuance costs				171					
	\$ 22,542		\$ 23,518	\$ 14,627		\$ 16,107	\$ 14,086		\$ 17,645

Gross margin advertising	64%	1%	65%	62%	1%	63%	60%	2%	62%
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	Six months ended June 30, 2008			Six months ended June 30, 2007		
	Actual	Adjustments	Non-GAAP Results	Actual	Adjustments	Non-GAAP Results
Gross profit	\$ 98,273	\$ 1,667	\$ 99,940	\$ 67,604	\$ 904	\$ 68,508
Operating expenses	\$ 65,248	\$ (6,035)	\$ 59,213	\$ 47,418	\$ (3,985)	\$ 43,433
Income from operations	\$ 33,025	\$ 7,702	\$ 40,727	\$ 20,186	\$ 4,889	\$ 25,075
Net income	\$ 36,628	\$ 4,535	\$ 41,163	\$ 23,064	\$ 4,401	\$ 27,465
	\$ 0.61		\$ 0.68	\$ 0.39		\$ 0.46

Diluted net income per share**Shares used in computing diluted net income per share**

60,463	60,463	59,470	59,470
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Net income used in computing diluted net income per share:

Net income	\$ 36,628	\$ 41,163	\$ 23,064	\$ 27,465
Amortization of convertible debt issuance costs			342	
	\$ 36,628	\$ 41,163	\$ 23,406	\$ 27,465

Gross margin advertising

62%	2%*	64%	61%	1%	62%
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- (a) To adjust stock-based compensation charges
- (b) To adjust amortization of intangible assets
- (c) To adjust amortization of convertible debt issuance cost
- (d) To adjust gain on the sale of business and investments
- (e) To adjust gain on the sale of minority interest in subsidiary

* Rounding

SINA CORPORATION
UNAUDITED SEGMENT INFORMATION
(U.S. Dollar in thousands)

	Three months ended			Six months ended	
	June 30, 2008	2007	March 31, 2008	June 30, 2008	2007
Net revenues					
Advertising	\$ 64,940	\$ 41,199	\$ 47,836	\$ 112,776	\$ 72,966
Mobile related	24,517	17,007	21,691	46,208	35,253
Others	1,863	1,603	1,788	3,651	2,870
	\$ 91,320	\$ 59,809	\$ 71,315	\$ 162,635	\$ 111,089
 Cost of revenues					
Advertising	\$ 23,686	\$ 15,493	\$ 19,032	\$ 42,718	\$ 28,835
Mobile related	10,929	6,613	9,524	20,453	13,900
Others	537	523	654	1,191	750
	\$ 35,152	\$ 22,629	\$ 29,210	\$ 64,362	\$ 43,485

SINA CORPORATION
UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS
(U.S. Dollar in thousands)

	June 30, 2008	December 31, 2007
Assets		
Current assets:		
Cash and cash equivalents	\$ 311,790	\$ 271,666
Short -term investments	229,129	206,333
Accounts receivable, net	75,088	56,719
Other current assets	11,062	8,840
Total current assets	627,069	543,558
Property and equipment, net	36,319	26,846
Goodwill and intangible assets, net	92,295	89,358
Other assets	2,728	2,501
Total assets	\$ 758,411	\$ 662,263
Liabilities and Shareholders Equity		
Current liabilities:		
Accounts payable	\$ 4,384	\$ 940
Accrued liabilities	75,532	56,931
Income taxes payable	12,608	9,079
Convertible debt	99,000	99,000
Total current liabilities	191,524	165,950
Other long-term liabilities	2,509	1,337
Total liabilities	194,033	167,287
Shareholders equity	564,378	494,976
Total liabilities and shareholders equity	\$ 758,411	\$ 662,263

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, thereunto duly authorized.

SINA CORPORATION

(Registrant)

Date: June 5, 2009

By: /s/ Herman Yu
Herman Yu
Chief Financial Officer