

**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): May 23, 2024**

**Amplitude, Inc.**

(Exact name of registrant as specified in its charter)

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

**001-40817**  
(Commission  
File Number)

**45-3937349**  
(IRS Employer  
Identification Number)

**201 Third Street, Suite 200  
San Francisco, California 94103**  
(Address of Principal Executive Offices) (Zip Code)

**Registrant's telephone number, including area code: (415) 231-2353**

**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))

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Trading Symbol</b>	<b>Name of each exchange on which registered</b>
Class A Common Stock, \$0.00001 par value per share	AMPL	The Nasdaq Stock Market LLC

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

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.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Effective May 24, 2024 (the “Effective Date”), Christopher Harms is no longer serving as Chief Financial Officer and principal financial and accounting officer of Amplitude, Inc. (the “Company”). His departure from the Company is not the result of any dispute or disagreement with the Company’s accounting principles or practices or financial statements and disclosures. The Company has initiated a search for a new Chief Financial Officer.

**Item 7.01 Regulation FD Disclosure.**

On May 24, 2024, the Company issued a press release announcing the change described in Item 5.02 and reaffirming its financial outlook for the second quarter and full year of 2024. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

The information furnished under this Item 7.01, including Exhibit 99.1, shall not be deemed “filed” for 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 deemed incorporated by reference into any other filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Press Release, dated May 24, 2024, issued by Amplitude, Inc.</a>
104	Cover Page Interactive Data File (the cover page XBRL tags are embedded within the inline XBRL document).

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**AMPLITUDE, INC.**

Date: May 24, 2024

By: /s/ Spenser Skates  
Name: Spenser Skates  
Title: Chief Executive Officer

**Amplitude Announces Search for New Chief Financial Officer  
Reaffirms Financial Guidance for the Second Quarter and Full Year of 2024**

**San Francisco, CA – May 24, 2024** – Amplitude, Inc. (Nasdaq: AMPL), a leading digital analytics platform, today announced that Christopher Harms is no longer serving as the Chief Financial Officer and principal financial and accounting officer of Amplitude, effective today. Mr. Harms' departure from the Company is not the result of any dispute or disagreement with the Company's accounting principles or practices or financial statements and disclosures.

The Company has initiated a search for Mr. Harms' replacement.

Additionally, the Company is reaffirming its financial outlook for the second quarter and full year of 2024 as described in its earnings release on May 9, 2024.

**About Amplitude**

Amplitude is a leading digital analytics platform that helps companies unlock the power of their products. Almost 3,000 customers, including Atlassian, NBCUniversal, Under Armour, Shopify, and Jersey Mike's, rely on Amplitude to gain self-service visibility into the entire customer journey. Amplitude guides companies every step of the way as they capture data they can trust, uncover clear insights about customer behavior, and take faster action. When teams understand how people are using their products, they can deliver better product experiences that drive growth. Amplitude is the best-in-class analytics solution for product, data, and marketing teams, ranked #1 in multiple categories in G2's Spring 2024 Report. Learn how to optimize your digital products and business at [amplitude.com](https://amplitude.com).

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