

BLUE NILE INC  
Form 8-K  
March 17, 2005

**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**

March 11, 2005

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)

**BLUE NILE, INC.**

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE  
(STATE OR OTHER  
JURISDICTION  
OF INCORPORATION)

000-50763  
(COMMISSION FILE  
NUMBER)

91-1963165  
(I.R.S. EMPLOYER  
IDENTIFICATION NO.)

705 FIFTH AVENUE SOUTH, SUITE 900, SEATTLE, WASHINGTON, 98104  
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES, INCLUDING ZIP CODE)

(206) 336-6700  
REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE

N/A  
(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 1.01. ENTRY INTO A MATERIAL AGREEMENT**

On March 11, 2005, the Compensation Committee of the Board of Directors of Blue Nile, Inc. awarded cash bonuses in the amount of \$76,000 to each of Mark Vadon, Chief Executive Officer, Robert Paquin, Chief Operating Officer and Diane Irvine, Chief Financial Officer. The bonus amounts awarded to Mr. Vadon, Mr. Paquin and Ms. Irvine were based on the achievement of financial performance targets established by the Compensation Committee with respect to net sales and Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA), as well as certain other business objectives as determined by the Compensation Committee.

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**SIGNATURE**

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.

BLUE NILE, INC.

By: /s/ Diane M. Irvine  
Diane M. Irvine  
Chief Financial Officer (Principal  
Accounting and Financial Officer)

Dated: March 17, 2005