

EDIETS COM INC  
Form 8-K  
May 07, 2010

# 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 4, 2010

## eDiets.com, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

000-30559  
(Commission File Number)

1000 Corporate Drive

56-0952883  
(IRS Employer Identification No.)

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**Suite 600**

**Fort Lauderdale, FL 33334**

**(Address of Principal Executive Offices) (Zip Code)**

**(954) 360-9022**

**(Registrant's Telephone Number, Including Area Code)**

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 (see General Instruction A.2. below):

- .. 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 5.07 Submission of Matters to a Vote of Security Holders**

At the eDiets.com, Inc. (the Company) 2010 Annual Meeting of Stockholders held on May 4, 2010, three proposals were submitted to and approved by the Company's stockholders. Of 29,048,512 shares outstanding and entitled to vote at our Annual Meeting, 18,459,020 were present in person or by proxy. The proposals are described in detail in the Company's Definitive Proxy Statement filed with the Securities and Exchange Commission on March 22, 2010. The following is a summary of the voting results for each matter presented to the stockholders:

**Proposal 1**

<b>Election of Directors:</b>	<b>Votes For</b>	<b>Votes Withheld</b>
Kevin A. Richardson, II	16,704,599	34,008
Stephen Cootey	16,704,467	34,140
Robert L. Doretti	16,678,256	60,351
Lee S. Isgur	16,704,467	34,140
Ronald Luks	16,704,467	34,140
Pedro N. Ortega-Dardet	16,704,599	34,008
Kevin N. McGrath	16,704,599	34,008

**Proposal 2**

	<b>Votes For</b>	<b>Votes Against</b>	<b>Votes Abstain</b>	<b>Broker Non-Vote</b>
To ratify the appointment of Ernst & Young LLP as the Company's independent registered certified public accounting firm	18,456,657	2,276	87	

**Proposal 3**

Withdrawn.

**Proposal 4**

	<b>Votes For</b>	<b>Votes Against</b>	<b>Votes Abstain</b>	<b>Broker Non-Vote</b>
To approve the amendment and restatement of the Company's Equity Incentive Plan	16,601,072	123,384	14,151	1,720,413

**SIGNATURES**

Pursuant to the requirement 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.

eDiets.com, Inc.

By: /s/ Kevin N. McGrath  
Kevin N. McGrath  
President and Chief Executive Officer

Date: May 7, 2010