

PETMED EXPRESS INC
Form 8-K
January 20, 2016

**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): January 19, 2016

PetMed Express, Inc.

(Exact name of registrant as specified in its charter)

Florida

(State or other
jurisdiction
of incorporation)

000-28827

(Commission
File Number)

65-0680967

(I.R.S. Employer
Identification No.)

1441 S.W. 29th Avenue, Pompano Beach, FL 33069

(Address of principal executive offices) (Zip Code)

(954) 979-5995

(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 (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)

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- “ 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))
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Item 2.01. Completion of Acquisition or Disposition of Assets.

On December 23, 2015, the registrant (PetMed Express, Inc.) filed a Current Report on Form 8-K to report that on December 22, 2015 the registrant, by and through a wholly-owned subsidiary entered into an Agreement of Purchase and Sale (Agreement) with an unaffiliated privately held Delaware corporation (Seller) for the purchase of real property located in Palm Beach County Florida, and improvements thereon (collectively the Property), the assignment and assumption of all leases and service agreements affecting the Property, and certain tangible and intangible personal property related to the Property, for a purchase price of \$18.5 million, plus closing costs (the Initial Form 8-K). The information contained under Item 1.01 of the Initial Form 8-K is incorporated herein by reference.

On January 19, 2016, the registrant completed the acquisition of the Property, and the related transactions described in the Initial Form 8-K, pursuant to the terms and conditions of the Agreement.

The description of the Agreement of Purchase and Sale does not purport to be complete and is subject to, and qualified in its entirety by, the Agreement of Purchase and Sale, which will be filed as an exhibit to Registrant s Quarterly Report on Form 10-Q for the quarter ended December 31, 2015.

Safe Harbor Statement

This Current Report on Form 8-K contains certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. You can identify these forward-looking statements by the words believes, intends, expects, may, will, should, plans, projects, intends, budgets, predicts, estimates, anticipates, or similar expressions. These statements are based on our beliefs as well as assumptions we have used based upon information currently available to us. Because these statements reflect our current views concerning future events, these statements are subject to a number of risks, uncertainties, and assumptions. Actual future results, performance and achievements may differ significantly from those contemplated, expressed or implied by these forward-looking statements. A reader, whether investing in our common stock or not, should not place undue reliance on these forward-looking statements, which apply only as of the date of this report.

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.

Dated: January 20, 2016

PETMED EXPRESS, INC.

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|--------|--------------------------------|
| By: | <u>/s/ Bruce S. Rosenbloom</u> |
| Name: | Bruce S. Rosenbloom |
| Title: | Chief Financial Officer |