

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2013-01-10** | Period of Report: **2013-01-08**
SEC Accession No. [0001144204-13-001591](#)

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FILER

FREDERICK'S OF HOLLYWOOD GROUP INC /NY/

CIK:[93631](#) | IRS No.: [135651322](#) | State of Incorporation: **NY** | Fiscal Year End: **0726**

Type: **8-K** | Act: **34** | File No.: [001-05893](#) | Film No.: **13521321**

SIC: **2340** Women's, misses', children's & infants' undergarments

Mailing Address

6255 SUNSET BOULEVARD
HOLLYWOOD CA 90028

Business Address

6255 SUNSET BOULEVARD
HOLLYWOOD CA 90028
323 466 5151

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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 8, 2013

FREDERICK'S OF HOLLYWOOD GROUP INC.
(Exact Name of Registrant as Specified in Charter)

New York
(State or Other Jurisdiction
of Incorporation)

1-5893
(Commission
File Number)

13-5651322
(IRS Employer
Identification No.)

6255 Sunset Boulevard, Hollywood, CA
(Address of Principal Executive Offices)

90028
(Zip Code)

Registrant's telephone number, including area code: (323) 466-5151

(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)
- 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

On January 8, 2013, Frederick's of Hollywood Group Inc. (the "Company") held its Annual Meeting of Shareholders at its principal executive offices at 6255 Sunset Boulevard, Hollywood, CA. At the Annual Meeting, the Company's shareholders voted on two proposals. Each proposal was approved pursuant to the following final voting results from the Annual Meeting:

1. To elect five directors to serve for the ensuing one-year period and until their successors are elected and qualified:

| Nominee | Votes For | Votes Withheld | Broker Non-Vote |
|-------------------|------------|----------------|-----------------|
| Peter Cole | 29,387,679 | 424,903 | 516 |
| John L. Eisel | 29,505,080 | 307,502 | 516 |
| William F. Harley | 29,437,180 | 375,402 | 516 |
| Thomas J. Lynch | 29,519,529 | 293,053 | 516 |
| Milton J. Walters | 29,560,054 | 252,528 | 516 |

2. To approve the potential issuance of up to 28,405,331 shares of common stock to TTG Apparel, LLC in accordance with the terms of the Company's Series A Convertible Preferred Stock and warrants issued to TTG Apparel, LLC in May 2012.

| Votes For | Votes Against | Votes Abstain | Broker Non-Vote |
|------------|---------------|---------------|-----------------|
| 29,461,067 | 348,496 | 3,535 | 0 |

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.

Dated: January 9, 2013

FREDERICK'S OF HOLLYWOOD GROUP
INC.

By: /s/ Thomas Rende
Thomas Rende
Chief Financial Officer
(Principal Financial and Accounting
Officer)