

MEDIFAST INC  
Form 8-K  
June 03, 2014

**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): **June 2, 2014**

**MEDIFAST, INC.**

(Exact name of registrant as specified in its Charter)

|                                                   |                          |                                            |
|---------------------------------------------------|--------------------------|--------------------------------------------|
| <b><u>Delaware</u></b>                            | <b><u>001-31573</u></b>  | <b><u>13-3714405</u></b>                   |
| (State or other jurisdiction<br>of incorporation) | (Commission file number) | (IRS<br>Employer<br>Identification<br>No.) |

**3600 Crondall Lane, Owings Mills, Maryland, 21117**

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(410)-581-8042**

**N/A**

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(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K 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 8.01. Other Events.**

On June 2, 2014, Medifast, Inc. issued a press release announcing that it has entered into an agreement to sell an additional 12 Medifast Weight Control Centers located in Northern Virginia and Southern Maryland owned by its subsidiary, Jason Properties, Inc., to TRANSFORMU, LLC.

A copy of the Press Release is filed as Exhibit 99.1 attached hereto and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

99.1 Press release dated June 2, 2014

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.

MEDIFAST, INC.

By: /s/ Jason L. Groves, Esq.  
Jason L. Groves, Esq.

Executive Vice President and General Counsel

Dated: June 2, 2014

**EXHIBIT INDEX**

**Exhibit No. Description**

99.1 Press Release dated June 2, 2014

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