

FAMOUS DAVES OF AMERICA INC
Form 8-K
May 07, 2012

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): May 1, 2012

FAMOUS DAVE OF AMERICA, INC.

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

(Address of principal executive offices)
12701 Whitewater Drive, Suite 200, Minnetonka, MN
(952) 294-1300

(Zip Code)
55343

(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:

- .. 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.

The Registrant held its annual meeting of shareholders on May 1, 2012. At the meeting, the Registrant's shareholders took the following actions:

(i) The shareholders elected six directors to serve as members of the registrant's Board of Directors until the next annual meeting of shareholders. The shareholders present in person or by proxy cast the following numbers of votes in connection with the election of directors, resulting in the election of all director nominees:

| Nominee | Votes | |
|------------------------|-----------|----------|
| | Votes For | Withheld |
| Christopher O. Donnell | 4,105,521 | 176,877 |
| Dean A. Riesen | 4,110,850 | 171,548 |
| Wallace B. Doolin | 4,111,035 | 171,363 |
| John Gilbert III | 4,110,250 | 172,148 |
| Lisa A. Kro | 4,110,802 | 171,596 |
| Richard L. Monfort | 3,561,205 | 721,193 |

(ii) The shareholders ratified the appointment of Grant Thornton LLP as the registrant's independent registered public accounting firm for fiscal 2012. There were 6,889,486 votes cast for the proposal; 33,405 votes were cast against the proposal; 31,269 votes abstained; and there were no broker non-votes.

Item 8.01 Other Events.

On May 2, 2012, the Registrant issued a press release announcing that its Board of Directors has authorized a stock repurchase plan whereby the Registrant may repurchase up to one million shares of its common stock. A copy of the press release is furnished as Exhibit 99.1 to this report and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Famous Daves of America, Inc. Press Release dated May 2, 2012.

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.

FAMOUS DAVE OF AMERICA, INC.

By: /s/ Diana G. Purcel
Name: Diana G. Purcel
Title: Chief Financial Officer and Secretary

Date: May 7, 2012

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