

Edgar Filing: MEDIFAST INC - Form 8-K

MEDIFAST INC
Form 8-K
March 15, 2006

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) MARCH 15, 2006

MEDIFAST, INC.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

| | | |
|----------------------------------------------------------------------------------|---------------------------------------|--------------------------------------------|
| DELAWARE (STATE OR OTHER JURISDICTION OF INCORPORATION OR ORGANIZATION) | 000-23016 (COMMISSION FILE NUMBER) | 13-3714405 (IRS EMPLOYER IDENT. NO.) |
|----------------------------------------------------------------------------------|---------------------------------------|--------------------------------------------|

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| 11445 CRONHILL DRIVE, OWING MILLS, MARYLAND (ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) | 21117 (ZIP CODE) |
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REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE (410)-581-8042

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 7.01 REGULATION FD DISCLOSURE

The following information is furnished under "Item 7.01. Regulation FD
Disclosure" and "Item 2.02. Disclosure of Results of Operations and Financial
Condition."

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On March 15, 2006 Medifast, Inc. ("Medifast") issued a press release setting forth Medifast's earnings for the year-ended December 31, 2005. Also, the company released its updated revenue and after-tax diluted earnings per share forecast for 2006. A copy of Medifast's press release is attached hereto as Exhibit 99.1 and hereby incorporated by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

Exhibits