HUMBLE DAVID R

Form 5

February 06, 2003

SEC Form 5

## **OMB APPROVAL** FORM 5 **UNITED STATES SECURITIES AND EXCHANGE COMMISSION** [ ] Check this box if no Washington, D.C. 20549 longer subject to Section 16. Form 4 OMB Number: 3235-0362 or Form 5 obligations may Expires: January 31, 2005 ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP continue. Estimated average burden See Instruction 1(b). hours per response. . . . . 1.0 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section [ ] Form 3 Holdings 17(a) of the Public Utility Reported Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940 [ ] Form 4 Transactions Reported Name and Address of Reporting Person\* 2. Issuer Name 4. Statement for 6. Relationship of Reporting Person(s) to Humble, David and Ticker or Trading Symbol Month/Year (Check all applicable) eDiets.com, Inc. 12/2002 (Last) (First) edet.bb X Director X 10% Owner (Middle) X Officer (give title below) \_ Other c/o eDiets.com, Inc. (specify below) 3801 W. Hillsboro Blvd. 3. I.R.S. Identification 5. If Amendment, Number of Reporting Date of Original Chairman and Chief Description Person, if an entity (Street) (Month/Year) **Executive Officer** (voluntary) Deerfield Beach. FL 33442 7. Individual or Joint/Group (City) (State) (Zip) Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security 2.Transaction 2A. Deemed 3. 4. Securities 5. Amount of 6. Owner-7. Nature of (Instr. 3) Execution Date, if Transaction Acquired (A) or Securities ship Indirect Date (Month/Day/Year) any Code Disposed Of (D) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned at end Direct (D) Ownership (Instr. 3, 4, and 5) Indirect Issuer's Fiscal (Instr. 4) Year (Instr. 3 and (Instr. 4) Amount A/D Price 7,805,065 Common Stock //\$ D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of	2. Conver-	3.	3A.	4.	5. Number	6. Date	7. Title and	8. Price	9. Number of	10.
Derivative	sion or	Transaction	Deemed	Transaction	of	Exercisable(DE)	Amount of	of	Derivative	Owner-
Security	Exercise	Date	Execution	Code	Derivative	and	Underlying	Derivative	Securities	ship
(Instr. 3)	Price of		Date, if		Securities	Expiration	Securities	Security	Beneficially	Form of
	Deri-	(Month/	any	(Instr.8)	Acquired	Date(ED)	(Instr. 3 and 4)	(Instr.5)	Owned	Deriv-
	vative	Day/			(A)	(Month/Day/Year)			at End of Year	ative
	Security	Year)	(Month/		or				Reported	Securities

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			Day/ Year)		Disposed Of (D) (Instr. 3, 4 and 5)	DE / ED	Title / Amount or Number of Shares		Transaction(s) (Instr.4)	Direct (D) or Indirect (I (Instr.4)
Stock Option - Right to buy	\$2.00					11/17/1999 / 11/17/2004	Common Stock / 100,000	-	100,000	D
Stock Option - Right to buy	\$2.50	01/24/2002		А	41,666 A	7/24/2002 / 1/24/2007	Common Stock / 41,666	-	41,666	D
Stock Option - Right to buy	\$2.50	01/24/2002		А	41,667 A	1/24/2003 / 1/24/2007	Common Stock / 41,667	-	41,667	D
Stock Option - Right to buy	\$2.50	01/24/2002		A	41,666 A	7/24/2003 / 1/24/2007	Common Stock / 41,666	-	41,666	D
Stock Option - Right to buy	\$2.50	01/24/2002		А	41,667 A	1/24/2004 / 1/24/2007	Common Stock / 41,667	-	41,667	D
Stock Option - Right to buy	\$2.50	01/24/2002		A	41,667 A	7/24/2004 / 1/24/2007	Common Stock / 41,667	-	41,667	D
Stock Option - Right to	\$2.50	01/24/2002		A	41,667 A	1/24/2005 / 1/24/2007	Common Stock / 41,667	-	41,667	D

**Explanation of Responses:** 

 By:
 Date:

 /s/ David Humble
 02/06/2003

Chairman and Chief Executive Officer

\*\* Signature of Reporting Person

SEC 2270 (09-02)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not

required to respond unless the form displays a currently valid OMB Number.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).