

Live Nation Entertainment, Inc.
Form 8-K
April 15, 2011

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):

April 15, 2011

Live Nation Entertainment, Inc.

(Exact name of registrant as specified in its charter)

Delaware

001-32601

20-3247759

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

9348 Civic Center Drive, Beverly Hills,
California

90210

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

310-867-7000

Not Applicable

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:

- ☐ 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))

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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On April 15, 2011, Jonathan F. Miller tendered his resignation as a member of the Board of Directors of Live Nation Entertainment, Inc. (the "Company") effective immediately.

Item 8.01 Other Events.

The Company's 2011 Annual Meeting of Stockholders (the "2011 Annual Meeting") has been scheduled for June 15, 2011. The Company's board of directors has established the close of business on April 20, 2011 as the record date for stockholders entitled to receive notice of, and to vote at, the 2011 Annual Meeting.

The Company also has established a new deadline for the receipt of stockholder proposals submitted pursuant to Rule 14a-8 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), for inclusion in the Company's proxy materials for the 2011 Annual Meeting. In order to be considered timely, such proposals must be received at the Company's principal executive offices at 9348 Civic Center Drive, Beverly Hills, California 90210, Attention: General Counsel, no later than April 26, 2011, and must also comply with Rule 14a-8 of the Exchange Act regarding the inclusion of stockholder proposals in company-sponsored proxy materials. This deadline also will apply in determining whether notice is timely for purposes of exercising discretionary voting authority with respect to proxies for purposes of Rule 14a-4(c) of the Exchange Act.

Additionally, in accordance with the advance notice provisions set forth in the Company's Amended and Restated Bylaws (the "Bylaws"), in order for other business to be brought before the 2011 Annual Meeting outside of Rule 14a-8 of the Exchange Act or a director nomination submitted by a stockholder to be considered timely, it must be received at the Company's principal executive offices at 9348 Civic Center Drive, Beverly Hills, California 90210, Attention: General Counsel, no later than the close of business on April 26, 2011, and must comply with the provisions set forth in the Company's Bylaws and applicable law.

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SIGNATURES

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.

Live Nation Entertainment, Inc.

April 15, 2011

By: *Brian Capo*

Name: Brian Capo

Title: Senior Vice President and Chief Accounting Officer