

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 24, 2008

**LiveDeal, Inc.**

(Exact Name of Registrant as Specified in Charter)

<u>Nevada</u> (State or Other Jurisdiction of Incorporation)	<u>000-24217</u> (Commission File Number)	<u>85-0206668</u> (IRS Employer Identification No.)
<u>2490 East Sunset Road, Suite 100, Las Vegas, Nevada</u> (Address of Principal Executive Offices)		<u>89120</u> (Zip code)
	<u>(702) 654-9646</u> (Registrant's telephone number, including area code)	
	<u>Not Applicable</u> (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 (*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))
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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.**

On June 24, 2008, Benjamin Milk notified the Board of Directors of LiveDeal, Inc. (the “Company”) that he was resigning as a director of the Company, effective on July 1, 2008. At the time he announced his resignation, Mr. Milk was a member of the Audit Committee of the Board of Directors.

Mr. Milk resigned because of concerns relating to matters and issues involving the operation and management of the Company recently alleged by Joe Cunningham, another member of the Board of Directors. These matters correspond to a period prior to the recent changes in the Board of Directors and management team of the Company. A copy of the text of the e-mail message in which Mr. Milk notified the Board of Directors of his resignation is attached hereto as Exhibit 99.1.

Although the Company believes that any matters and issues alleged by Mr. Cunningham have been properly and sufficiently addressed, the Board of Directors has formed a special committee to evaluate Mr. Milk’s concerns. If the special committee determines after its evaluation that certain issues still need to be addressed, the committee will take (or recommend to the Board of Directors) appropriate action to resolve such issues.

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

(d) Exhibits.

**Exhibit No. Description**

99.1 E-mail from Benjamin Milk to Board of Directors of LiveDeal, Inc. dated June 24, 2008

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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.

LIVEDEAL, INC.

Date: June 30, 2008

/s/ Michael Edelhart

Michael Edelhart  
Interim Chief Executive Officer

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## EXHIBIT INDEX

**Exhibit No.**

**Description**

[99.1](#)

E-mail from Benjamin Milk to Board of Directors of LiveDeal, Inc. dated June 24, 2008



**E-mail from Benjamin Milk to LiveDeal, Inc. Board of Directors dated June 24, 2008**

Rajesh and Fellow Board Members--

Thanks to you all for your contributions to the very good LiveDeal board discussions this week. I was very pleased to see that many of the governance and other issues that have concerned me over the past eighteen months, and which I repeatedly tried to advance under Dan Coury, have finally been embraced under the leadership of Mike Edelhart. However, I remain concerned that many other issues that have been raised, primarily by Joe Cunningham, have yet to be addressed. While I hope that such allegations will be investigated and found to be without merit, I do not believe that I am in a position to make a meaningful contribution to resolving these matters. Under the circumstances, I am resigning from the LiveDeal board of directors effective July 1. I wish you every success in revitalizing LiveDeal and growing the company's presence on the internet.

Benjamin

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