

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): August 31, 2011

LiveDeal, Inc.

(Exact Name of Registrant as Specified in Charter)

Nevada

(State or Other Jurisdiction of
Incorporation)

001-33937

(Commission File Number)

85-0206668

(IRS Employer Identification No.)

2490 East Sunset Road, Suite 100, Las Vegas, Nevada

(Address of Principal Executive Offices)

89120

(Zip code)

(702) 939-0230

(Registrant's telephone number, including area code)

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 (*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 8.01. Other Items.

As previously disclosed, on August 2, 2011, LiveDeal, Inc. (the "Company") was notified by the NASDAQ Listing Qualifications Department that the Company had failed to timely regain compliance with NASDAQ Listing Rule 5550(a)(4), which requires an issuer to have at least 500,000 publicly held shares for continued listing on The NASDAQ Capital Market (the "Public Float Rule"), by August 1, 2011. The Company believes it has regained compliance with the Public Float Rule.

On August 10, 2011, the Company implemented a 20:19 forward stock split of its common stock, resulting in 691,349 shares outstanding and 503,671 publicly held shares as of September 1, 2011. Attached as Exhibit 99.1 is an updated beneficial shareholder table in support thereof.

Notwithstanding the Company's belief that it has regained compliance with the Public Float Rule, the Company remains non-compliant with the applicable \$2.5 million stockholders' equity requirement for continued listing on The NASDAQ Capital Market, as set forth in NASDAQ Listing Rule 5550(b) (the "Stockholders' Equity Rule"). The Company plans to present its plan to regain compliance with the Stockholders' Equity Rule and to request an extension within which to do so at a hearing before the NASDAQ Listing Qualifications Panel. There can be no assurance that the Panel will grant the Company's request for continued listing or that the Company will be able to successfully complete its compliance plan.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Security Ownership of Certain Beneficial Owners and Management, as of September 1, 2011.



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.

Date: September 1, 2011

LIVEDEAL, INC.

/s/ Lawrence W. Tomsic

Lawrence W. Tomsic
Chief Financial Officer

EXHIBIT INDEX

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99.1	Security Ownership of Certain Beneficial Owners and Management, as of September 1, 2011.

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The following table sets forth information regarding the beneficial ownership of our common stock as of September 1, 2011 of (i) each named executive officer and each director of LiveDeal, Inc. (the "Company"); (ii) all named executive officers and directors of the Company as a group; and (iii) each person known to the Company to be the beneficial owner of more than five percent of our common stock. We deem shares of our common stock that may be acquired by an individual or group within 60 days of September 1, 2011, pursuant to the exercise of options or warrants or conversion of convertible securities, to be outstanding for the purpose of computing the percentage ownership of such individual or group, but these shares are not deemed to be outstanding for the purpose of computing the percentage ownership of any other person shown in the table. Percentage of ownership is based on 691,349 shares of common stock outstanding on September 1, 2011. The information as to beneficial ownership was either (i) furnished to us by or on behalf of the persons named or (ii) determined based on a review of the beneficial owners' Schedules 13D/G and Section 16 filings with respect to our common stock. Unless otherwise indicated, the business address of each person listed is 2490 East Sunset Road, Suite 100, Las Vegas, Nevada 89120.

<u>Name of Beneficial Owner</u>	<u>Amount and Nature of Beneficial Ownership</u>	<u>Percentage of Class</u>
Sheryle Bolton (1)	-	-
Richard D. Butler, Jr. (2)	1,053	*
Thomas J. Clarke, Jr. (3)	1,053	*
Kevin A. Hall (4)	-	-
Greg A. LeClaire (5)	1,053	*
Lawrence W. Tomsic (6)	4,824	*
All named executive officers and directors as a group (6 persons)	7,983	1.2%
Joseph R. Huber (7)	179,695	26.0%

*Represents less than one percent of our issued and outstanding common stock.

- (1) Ms. Bolton is a director of the Company. In connection with her service as a director, Ms. Bolton was granted 1,053 shares of restricted common stock of the Company, but as of the date of this Proxy Statement, such shares remain subject to forfeiture upon Ms. Bolton's separation from service as a director. Such shares will fully vest on October 1, 2011.
- (2) Mr. Butler is a director of the Company.
- (3) Mr. Clarke is a director of the Company.
- (4) Mr. Hall is the Company's President and Chief Executive Officer.
- (5) Mr. LeClaire is a director of the Company.
- (6) Mr. Tomsic is the Company's Chief Financial Officer. Amount represents stock options that are vested and exercisable or will become vested and exercisable within 60 days after September 1, 2011.
- (7) According to a Schedule 13D (Amendment No. 6) filed by Mr. Huber on November 5, 2010, Mr. Huber beneficially owns 179,695 shares of common stock. Of the 179,695 shares, 178,360 shares are directly owned by JRH Investments, which is 100% owned and managed by Mr. Huber, 843 shares are beneficially owned by Mr. Huber through his IRA, and 492 shares are beneficially owned by Mr. Huber as the custodian of a custodial account for the benefit of his child. In addition, Mr. Huber's spouse owns 588 shares of Common Stock, over which Mr. Huber disclaims beneficial ownership. Mr. Huber disclaims the existence of a "group" within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934. Mr. Huber's business address is 10940 Wilshire Boulevard, Suite 925, Los Angeles, California 90024.

