PETMED EXPRESS INC
Form 8-K
October 12, 2004

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): October 8, 2004

PETMED EXPRESS, INC.

(Exact name of registrant as specified in its charter)

Commission file number 000-28827

FLORIDA	65-0680967
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(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

1441 S.W. 29th Avenue, Pompano Beach, Florida	33069
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(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (954) 979-5995

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K 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

[ ]   Soliciting material pursuant to Rule 14a-12 under the
      Exchange Act

[ ]   Pre-commencement communications pursuant to Rule 14d-2(b)
      under the Exchange Act

[ ]   Pre-commencement communications pursuant to Rule 13e-4(c)
      under the Exchange Act

Item 8.01 Other Events

On September 23, 2004 a shareholder class action lawsuit was
filed in the United States District Court for the Southern
District of Florida against PetMed Express, Inc. (the "Company")
and certain of the Company's officers and directors for alleged
violations of the federal securities laws.

The class action shareholder complaint contains substantive
allegations identical to the complaint filed on August 17, 2004.
These complaints allege violations of the anti-fraud provision
contained in Section 10(b) of the Securities Exchange Act of 1934
and Rule 10b-5, thereunder and assert violations of Section 20(a)
of that act against the individual defendants as controlling
persons. The actions purport to be brought on behalf of
purchasers of the Company's common stock between June 18, 2003
and July 26, 2004, and the complaints generally allege that the
defendants made false or misleading statements concerning the
Company's business, prospects, and operations and failed to
disclose, among other things, (1) that the Company's business
depends on veterinarians, who are the Company's competitors, to
authorize prescriptions, (2) that the Company's business model,
which, in part, requires veterinarians to authorize
prescriptions, caused veterinarians to incur certain costs and
burdens, which were shifted from the Company to the
veterinarians, (3) the existence of an increase in veterinarian
refusals to comply with Company requests for prescription
authorization, (4) the Company's inability to guarantee the
quality of, and maintain control over, pet medications and the
negative impact this was having on veterinarian willingness to
authorize prescriptions, and (5) that the foregoing allegations
were adversely impacting the Company. The complaints also allege
that the individual defendants were motivated to engage in the
alleged violations so that they could effect sales of their
shares of the Company's common stock at artificially inflated
prices. The plaintiffs seek unspecified monetary damages. The
Company is reviewing and evaluating the allegations, but at this
juncture intends to defend vigorously against the allegations of
wrongdoing.

                          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.

PETMED EXPRESS, INC.

(The "Registrant")

Date: October 11, 2004

By:/s/ Menderes Akdag

    Menderes Akdag
    Chief Executive Officer
    (principal executive officer)

By:/s/ Bruce S. Rosenbloom

    Bruce S. Rosenbloom
    Chief Financial Officer
    (principal financial and accounting officer)