Luks Ronald
Form 4
March 06, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Luks Ronald

(Last) (First) (Middle)

499 PEACOCK LANE NORTH

(Street)

JUPITER, FL 33458

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
EDIETS COM INC [DIET]

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/28/2013		D		6,028	D	(2)	0 (2)	D	

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (right to buy)	$ 16.85	02/28/2013		D			5,399	[1]	01/02/2014	Common Stock	5,399	
Stock Options (right to buy)	$ 14.05	02/28/2013		D			5,000	[1]	07/15/2014	Common Stock	5,000	
Stock Options (right to buy)	$ 14.8	02/28/2013		D			2,500	[1]	07/19/2014	Common Stock	2,500	
Stock Options (right to buy)	$ 21.6	02/28/2013		D			2,500	[1]	01/03/2015	Common Stock	2,500	
Stock Options (right to buy)	$ 4.719	02/28/2013		D			5,000	[1]	06/24/2019	Common Stock	5,000	
Stock Options (right to buy)	$ 4.925	02/28/2013		D			2,000	[1]	07/28/2019	Common Stock	2,000	
Stock Options (right to buy)	$ 7.65	02/28/2013		D			5,000	[1]	11/19/2019	Common Stock	5,000	
Stock Options (right to buy)	$ 6.95	02/28/2013		D			17,513	[1]	01/04/2020	Common Stock	17,513	
Stock Options (right to buy)	$ 5	02/28/2013		D			5,000	[3]	08/23/2020	Common Stock	5,000	

Stock Options (right to buy)	$ 2.85	02/28/2013		D	50,000	(1)	03/15/2021	Common Stock	50,000
Stock Options (right to buy)	$ 0.55	02/28/2013		D	50,000	(1)	02/16/2022	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Luks Ronald 499 PEACOCK LANE NORTH JUPITER, FL 33458	X			

Signatures

/s/ Ronald Luks	03/06/2013
**Signature of Reporting Person	Date

Explanation of Responses:

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

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

(1) These options are immediately exercisable.

(2) These shares were exchanged at the effective time of the merger (the "Merger") for an aggregate of 7,636 shares of As Seen On TV, Inc. Common Stock at a conversion ratio of 1.2667 shares of As Seen On TV, Inc. Common Stock per share of eDiets Common Stock, with a market value of $0.48 per share on the effective date of the Merger.

(3) Exercisable according to the following vesting schedule: 1,650 beginning on August 23, 2011; 1,650 beginning on August 23, 2012 and 1,700 beginning on August 23, 2013.

(4) These derivative securities were assumed by As Seen On TV, Inc. at the effective time of the Merger. The number of shares issuable upon conversion and exercise price were converted based upon a conversion ratio of 1.2667.

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