

FREDERICK'S OF HOLLYWOOD GROUP INC /NY/

Form 8-K

August 05, 2008

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**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): July 31, 2008

FREDERICK S OF HOLLYWOOD GROUP INC.

(Exact Name of Registrant as Specified in Charter)

New York
(State or Other Jurisdiction
of Incorporation)

1-5893
(Commission
File Number)

13-5651322
(IRS Employer
Identification No.)

1115 Broadway, New York, New York
(Address of Principal Executive Offices)

10010
(Zip Code)

Registrant's telephone number, including area code: (212) 798-4700

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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SIGNATURE

EX-99.1: PRESS RELEASE

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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 July 31, 2008, Rose Peabody Lynch advised the board of directors of Frederick's of Hollywood Group Inc. (Company) that, effective August 1, 2008, she will resign as a member of the board and as chairperson of the compensation committee in order to devote necessary time to her other professional commitments. Thomas Lynch, a current member of the Company's compensation committee, will replace Ms. Lynch as chairman of the compensation committee. The nominating committee has commenced a search for a replacement to fill the vacancy created by Ms. Lynch's resignation. The press release announcing Ms. Lynch's resignation is annexed hereto as Exhibit 99.1.

Item 9.01. Financial Statements, *Pro Forma* Financial Information and Exhibits.

(c) Exhibits:

- 99.1 Press release, dated August 5, 2008, announcing resignation of Rose Peabody Lynch as a member of the Company's board of directors and compensation committee chairperson.
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SIGNATURE

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.

Dated: August 5, 2008

FREDERICK S OF HOLLYWOOD GROUP
INC.

By: /s/ Thomas Rende
Thomas Rende
Chief Financial Officer (Principal
Financial and Accounting Officer)