

LoopNet, Inc.  
Form 8-K  
May 19, 2011

**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): May 17, 2011**

**LoopNet, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**000-52026**  
(Commission File Number)

**77-0463987**  
(IRS Employer Identification No.)

**LoopNet, Inc.**  
**185 Berry Street, Suite 4000**  
**San Francisco, CA 94107**

(Address of principal executive  
offices, with zip code)

**(415) 243-4200**

(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:

- 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))

**Item 5.07 Submission of Matters to a Vote of Security Holders**

LoopNet, Inc. (the Company) held its Annual Meeting of Stockholders on May 17, 2011 (the Annual Meeting).

At the Annual Meeting, the stockholders elected each of the two Class II director nominees to serve on the Company's Board of Directors (the Board) until the 2014 Annual Meeting of Stockholders or until his successor is duly elected and qualified, by the votes set forth in the following table:

| Director           | For           | Withhold  | Broker Non-Votes |
|--------------------|---------------|-----------|------------------|
| Dennis Chookaszian | 32,049,690.96 | 1,306,466 | 4,380,669        |
| Noel J. Fenton     | 32,911,797.96 | 444,359   | 4,380,669        |

At the Annual Meeting, the stockholders also approved, on an advisory (non-binding) basis, the compensation of the Company's named executive officers, by the votes set forth in the following table:

| For           | Against | Abstain | Broker Non-Votes |
|---------------|---------|---------|------------------|
| 33,079,129.96 | 262,918 | 14,109  | 4,380,669        |

At the Annual Meeting, the stockholders also voted, on an advisory (non-binding) basis, to hold an advisory (non-binding) vote on the compensation of the Company's named executive officers every three years, by the votes set forth in the following table:

| One Year   | Two Years | Three Years   | Abstain | Broker Non-Votes |
|------------|-----------|---------------|---------|------------------|
| 12,884,572 | 470,872   | 19,993,125.96 | 7,587   | 4,380,669        |

Consistent with a majority of the votes cast with respect to this matter, the Company's Board intends to hold an advisory vote on the compensation of the Company's named executive officers every three years.

At the Annual Meeting, the stockholders also ratified Ernst & Young LLP as the Company's independent registered accounting firm for 2011:

| For           | Against | Abstain | Broker Non-Votes |
|---------------|---------|---------|------------------|
| 37,661,266.96 | 59,288  | 16,271  | N/A              |

In addition, at the Annual Meeting, the holders of the Company's Series A Convertible Preferred Stock elected a director to serve a one-year term on the Company's Board, by the votes set forth in the following table:

| Director         | For    | Against | Abstain | Broker Non-Votes |
|------------------|--------|---------|---------|------------------|
| James T. Farrell | 49,975 | 0       | 0       | N/A              |

**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.

LOOPNET, INC.  
(Registrant)

Dated: May 19, 2011

By: /s/ BRENT STUMME  
Brent Stumme  
*Chief Financial Officer and Senior Vice  
President,  
Finance and Administration*