

ARTISTDIRECT INC  
Form 8-K  
February 14, 2008

**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): **February 10, 2008**

**ARTISTdirect, Inc.**

(Exact name of registrant as specified in its charter)

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

**000-30063**  
(Commission File Number)

**95-4760230**  
(I.R.S. Employer  
Identification Number)

**1601 Cloverfield Boulevard, Suite 400 South  
Santa Monica, California**  
(Address of principal executive offices)

**90404-4082**  
(Zip Code)

**(310) 956-3300**

(Registrant's telephone number, including area code)

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)

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- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On February 10, 2008, ARTISTdirect, Inc. (the Registrant ) entered into a Forbearance and Consent Agreement (the Agreement ), by and among the Registrant, U.S. Bank National Association, as Collateral Agent, and JMB Capital Partners, L.P., JMG Capital Partners, L.P., JMG Triton Offshore Fund, Ltd., and CCM Master Qualified Fund, Ltd (collectively, the Initial Purchasers ). Under the terms of the Agreement, the Initial Purchasers agreed to forbear from exercising any of their rights and remedies under the Senior Financing Documents (as defined in the Agreement) for a period through February 20, 2008 in exchange for the payment by the Registrant of the aggregate amount of \$494,446 to the Initial Purchasers. The amount of such payment will be credited against the registration delay cash penalties and interest on the penalties resulting from the Registrant s defaults under the various agreements between the Registrant and the Initial Purchasers, as discussed more fully in the Current Report on Form 8-K filed by the Registrant on April 20, 2007 and the Company s other periodic filings.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Title</b>
4.1	Forbearance and Consent Agreement dated as of January 31, 2008 by and among the Registrant, U.S. Bank National Association, as Collateral Agent, JMB Capital Partners, L.P., JMG Capital Partners, L.P., JMG Triton Offshore Fund, Ltd., and CCM Master Qualified Fund, Ltd.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ARTISTdirect, Inc.

Date: February 13, 2008

By: /s/ NEIL J. MCCARTHY

Name: Neil J. McCarthy

Title: Interim Chief Financial Officer

**INDEX TO EXHIBITS**

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