

**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**

**June 24, 2010**

Date of report (Date of earliest event reported)

**VALUEVISION MEDIA, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Minnesota**

(State of Incorporation)

**0-20243**

(Commission File Number)

**41-1673770**

(I.R.S. Employer Identification No.)

**6740 Shady Oak Road**  
**Eden Prairie, Minnesota**

(Address of Principal Executive Offices)

**55344-3433**

(Zip Code)

**(952) 943-6000**

(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 ( *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))

## Item 5.07 Submission of Matters to a Vote of Security Holders.

The Company's 2010 Annual Meeting of Shareholders was held on June 24, 2010. The final results of the shareholder vote on each proposal brought before the meeting were as follows:

	<u>For</u>	<u>Against/ Withheld</u>	<u>Broker Non- Votes</u>
<b>Proposal One—Election of Directors by the holders of shares of common stock <sup>(1)</sup></b>			
Joseph F. Berardino	8,455,739	7,179,684	13,393,970
John D. Buck	6,840,990	8,794,433	13,393,970
Edwin P. Garrubbo	8,925,798	6,709,625	13,393,970
Robert J. Korkowski	8,975,723	6,659,700	13,393,970
Randy S. Ronning	8,970,974	6,664,449	13,393,970
Keith R. Stewart	8,987,298	6,648,125	13,393,970

- (1) NBC Universal, Inc. ("NBCU"), which beneficially owns 6,452,194 shares of common stock, returned a completed proxy card to the Company for purposes of reaching a quorum, but marked their ballot "Abstain for All" for the Election of Directors. In May 2010 NBCU requested that the Company file a registration statement on Form S-3 to facilitate the sale of such shares, and in anticipation of such sale, NBCU indicated its desire not to affect the outcome of the director election and therefore voted "Abstain" rather than either "For" or "Against/Withheld." Since the electronic proxy voting system administered by Broadridge Financial Solutions does not recognize a blank or abstained vote for directors, these votes were entered and recorded by Broadridge as "Against/Withheld." The following chart shows the voting results without the recording of NBCU shares in the "Against/Withheld" column:

	<u>For</u>	<u>Against/ Withheld</u>	<u>Broker Non-Vote</u>
<b>Proposal One—Election of Directors by the holders of shares of common stock</b>			
Joseph F. Berardino	8,455,739	727,490	13,393,970
John D. Buck	6,840,990	2,342,239	13,393,970
Edwin P. Garrubbo	8,925,798	257,431	13,393,970
Robert J. Korkowski	8,975,723	207,506	13,393,970
Randy S. Ronning	8,970,974	212,255	13,393,970
Keith R. Stewart	8,987,298	195,931	13,393,970

### Proposal One—Election of Directors by the holders of shares of preferred stock

Catherine Dunleavy	4,929,266	—	—
Patrick O. Kocsi	4,929,266	—	—
	<u>For</u>	<u>Against</u>	<u>Abstain</u>

### Proposal Two—Ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending January 29, 2011

Common and Preferred shares voting as one class	26,900,253	441,611	6,616,795
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Each proposal was approved by the Company's shareholders by the required vote.

## 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.

VALUEVISION MEDIA, INC.

Date: June 25, 2010

/s/ Nathan E. Fagre

Nathan E. Fagre

Senior Vice President, General Counsel and  
Secretary