

JONES SODA CO  
Form 8-K  
September 27, 2010

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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):

September 23, 2010

Jones Soda Co.

(Exact name of registrant as specified in its charter)

Washington

0-28820

52-2336602

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

234 Ninth Avenue N., Seattle, Washington

98109

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

206-624-3357

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))

**Top of the Form**

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

Jones Soda Co. held its 2010 Annual Meeting of Shareholders on September 23, 2010. At the meeting, the shareholders voted on the election of directors and ratification of the appointment of Peterson Sullivan LLP as our independent registered public accounting firm for 2010.

The shareholders elected the following five directors, who received the number of votes set forth opposite their respective names:

|                          | For       | Withhold  | Broker Non-Votes |
|--------------------------|-----------|-----------|------------------|
| Mills A. Brown           | 3,651,527 | 215,031   | 18,052,797       |
| Richard S. Eiswirth, Jr. | 3,624,805 | 241,753   | 18,052,797       |
| Michael M. Fleming       | 2,853,435 | 1,013,123 | 18,052,797       |
| Matthew K. Kellogg       | 3,656,400 | 210,158   | 18,052,797       |
| Susan A. Schreter        | 3,618,221 | 248,337   | 18,052,797       |

The shareholders ratified the appointment of Peterson Sullivan LLP as our independent registered public accounting firm for the fiscal year 2010 by a vote of 21,243,939 shares for, 533,891 shares against, and 141,525 shares abstaining. There were no broker non-votes in connection with this matter.

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**Top of the Form**

**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.

Jones Soda Co.

*September 27, 2010*

By: */s/ Michael R. O'Brien*

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*Name: Michael R. O'Brien  
Title: Chief Financial Officer*