

HIBBETT SPORTS INC
Form 8-K
May 29, 2015

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 28, 2015

Hibbett Sports, Inc.

(Exact Name Of Registrant As Specified In Its Charter)

Delaware 000-20969 20-8159608
(State of Incorporation) (Commission (IRS Employer
File Number) Identification No.)

2700 Milan Court
Birmingham, Alabama 35211
(Address of principal executive offices)

(205) 942-4292
(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))

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

On May 28, 2015, Hibbett Sports, Inc. (Company) held its 2015 Annual Meeting of Stockholders. The Board of Directors of the Company submitted six proposals to a vote of the Company's stockholders. The final results of the voting on each proposal are presented below.

Proposal Number 1 – Election of Directors

The Board of Directors nominated each of the four Directors set forth below to serve as a Class I Director for a three-year term expiring at the Annual Meeting of Stockholders to be held in 2018, or until his or her successor is elected and qualified. The stockholders elected the four nominees to serve as Directors of the Company pursuant to the following vote:

| Nominee | For | Against | Withheld | Broker Non-Votes |
|----------------------|------------|---------|----------|------------------|
| Jane F. Aggers | 22,608,880 | 151,740 | 4,686 | 766,348 |
| Terrance G. Finley | 22,417,764 | 340,971 | 6,571 | 766,348 |
| Jeffrey O. Rosenthal | 22,532,045 | 226,680 | 6,581 | 766,348 |
| Alton E. Yother | 22,566,873 | 191,837 | 6,596 | 766,348 |

Proposal Number 2 – Selection of Independent Registered Public Accounting Firm

The stockholders were asked to ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending January 30, 2016. The appointment of KPMG LLP was ratified by the stockholders pursuant to the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 23,414,034 | 114,294 | 3,326 | -- |

Proposal Number 3 – Advisory Vote on Executive Compensation

The stockholders were asked to cast a non-binding advisory vote on a resolution to approve the compensation of our Named Executive Officers as disclosed in the Proxy Statement for the 2015 Annual Meeting of Stockholders. The stockholders approved the non-binding advisory resolution on executive compensation pursuant to the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 22,689,786 | 50,673 | 24,847 | 766,348 |

Proposal Number 4 – Approval of the 2015 Equity Incentive Plan

The stockholders were asked to approve the Hibbett Sports, Inc. 2015 Equity Incentive Plan. The stockholders approved the plan pursuant to the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|-----------|------------------|
| 20,570,229 | 828,927 | 1,366,150 | 766,348 |

Proposal Number 5 – Approval of the 2015 Employee Stock Purchase Plan

The stockholders were asked to approve the Hibbett Sports, Inc. 2015 Employee Stock Purchase Plan. The stockholders approved the plan pursuant to the following vote:

| For | Against | Abstain | Broker Non-Votes |
|-----|---------|---------|------------------|
|-----|---------|---------|------------------|

22,720,813 39,197 5,296 766,348

Proposal Number 6 – Approval of the 2015 Director Deferred Compensation Plan

The stockholders were asked to approve the Hibbett Sports, Inc. 2015 Director Deferred Compensation Plan. The stockholders approved the plan pursuant to the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|-----------|------------------|
| 20,641,988 | 758,222 | 1,365,096 | 766,348 |

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.

HIBBETT SPORTS, INC.

May 29, 2015 By: /s/ Scott J. Bowman
Scott J. Bowman
Senior Vice President and Chief Financial Officer