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DELTA APPAREL, INC  
Form 8-K  
February 12, 2016

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 11, 2016

DELTA APPAREL, INC.  
(Exact name of registrant as specified in its charter)

Georgia  
(State or Other Jurisdiction  
of Incorporation)

1-15583  
(Commission File Number)

58-2508794  
(IRS Employer Identification No.)

322 South Main Street,  
Greenville, South Carolina  
(Address of principal executive offices)

29601  
(Zip Code)

(864) 232-5200  
(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.

Delta Apparel, Inc. (the “Company”) held its annual meeting of shareholders on February 11, 2016 (the “Annual Meeting”). The Company received proxies totaling 86.12% of its issued and outstanding shares of common stock, representing 6,656,652 shares of common stock, as of the record date. At the Annual Meeting, the shareholders voted on the following proposals, which are described in more detail in the Company’s definitive proxy statement filed with the Securities and Exchange Commission on December 29, 2015, and the results of the voting are presented below.

		For	Withheld	Broker Non-Vote
1	Election of Directors			
	J. Bradley Campbell	5,609,807	6,129	1,040,716
	Sam P. Cortez	5,609,811	6,125	1,040,716
	Dr. Elizabeth J. Gatewood	5,609,587	6,349	1,040,716
	Dr. G. Jay Gogue	5,609,627	6,309	1,040,716
	Robert W. Humphreys	5,609,392	6,544	1,040,716
	Suzanne B. Rudy	5,609,627	6,309	1,040,716
	Robert E. Staton, Sr.	5,606,507	9,429	1,040,716
	A. Alexander Taylor, II	5,609,807	6,129	1,040,716

Each of the director nominees was elected, by the above-indicated votes, to serve on the Delta Apparel, Inc. Board of Directors until the next annual meeting of shareholders or until their successors are duly elected and qualified.

		For	Against	Abstain	Broker Non-Vote
2	Approval of Executive Compensation on an Advisory Basis	5,587,165	17,095	11,676	1,040,716

The compensation of the Company's named executive officers was approved, on an advisory basis, by the above-indicated votes.

		For	Against	Abstain	Broker Non-Vote
3	Re-Approval of the Delta Apparel, Inc. Short-Term Incentive Compensation Plan for purposes of complying with Section 162(m) of the Internal Revenue Code of 1986	5,592,046	19,219	4,671	1,040,716

The Delta Apparel, Inc. Short-Term Incentive Compensation Plan was approved for purposes of complying with Section 162(m) of the Internal Revenue Code of 1986, by the above-indicated votes.

		For	Against	Abstain	Broker Non-Vote
4	Ratification of the Appointment of KPMG LLP as Independent Registered Public Accounting Firm for Fiscal Year 2016	6,589,386	3,117	64,149	—

KPMG LLP was ratified as the Company's independent registered public accounting firm for the Company's 2016 fiscal year by the above-indicated votes.

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.

DELTA APPAREL, INC.

Date: February 12, 2016

/s/ Justin M. Grow  
Justin M. Grow  
General Counsel & Corporate Secretary