

Zumiez Inc  
Form 8-K  
June 01, 2009

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 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 27, 2009**

**ZUMIEZ INC.**

(Exact Name of Registrant as Specified in Its Charter)

**Washington**

(State or Other Jurisdiction of Incorporation)

**000-51300**

(Commission File Number)

**91-1040022**

(IRS Employer Identification No.)

**6300 Merrill Creek Parkway, Suite B, Everett, Washington**

(Address of Principal Executive Offices)

**98203**

(Zip Code)

**(425) 551-1500**

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(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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

At the 2009 Annual Meeting of Shareholders held on May 27, 2009 (the "Annual Meeting"), shareholders of Zumiez Inc. (the "Company") approved certain amendments to the Company's 2005 Equity Incentive Plan, as amended and restated (the "Plan"), which amendments allow for a one-time stock option exchange program (the "Option Exchange Program"). The text of the amendments to the Plan and the material terms of the proposed Option Exchange Program are summarized in the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 20, 2009 in connection with the Annual Meeting (the "Proxy Statement"). The foregoing description of the amendments to the Plan contained in this Current Report on Form 8-K does not purport to be complete and is qualified in its entirety by reference to the description contained in the Proxy Statement.

**Item 9.01 Financial Statements and Exhibits**

**(d) Exhibits**

Exhibit 10.15 Zumiez Inc. 2005 Equity Incentive Plan, as amended and restated effective May 27, 2009

**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.

ZUMIEZ INC.  
(Registrant)

Date: June 1, 2009

By: */s/ Trevor S. Lang*

Trevor S. Lang  
Chief Financial Officer and Secretary