

DIXIE GROUP INC  
Form 8-K  
May 01, 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): April 28, 2015

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THE DIXIE GROUP, INC.  
(Exact name of Registrant as specified in its charter)

Tennessee	0-2585	62-0183370
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

104 Nowlin Lane - Suite 101, Chattanooga, Tennessee	37421
(Address of principal executive offices)	(zip code)

(423) 510-7000  
(Registrant's telephone number, including area code)

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 2015 annual meeting of the shareholders (the “meeting”) of the Dixie Group, Inc. (the “Company”) was held on April 28, 2015. The final voting results for each of the proposals submitted for vote by the shareholders are set forth below.

Proposal 1 - election of directors - the below nine individuals were elected for a term of one year each, as follows:

	Votes For	Votes Against	Abstentions	Broker Non-Votes
William F. Blue, Jr.	26,386,988	3,022	36,381	3,732,319
Charles E. Brock	26,378,743	11,267	36,381	3,732,319
Daniel K. Frierson	26,321,049	68,961	36,381	3,732,319
D. Kennedy Frierson, Jr.	26,350,568	39,442	36,381	3,732,319
Walter W. Hubbard	26,377,303	12,707	36,381	3,732,319
Lowry F. Kline	26,384,861	5,149	36,381	3,732,319
Hilda S. Murray	26,343,279	46,731	36,381	3,732,319
John W. Murrey, III	26,342,006	48,004	36,381	3,732,319
Michael L. Owens	26,386,029	3,981	36,381	3,732,319

Proposal 2 - Approval of the material terms of the Performance Goals for the Annual Incentive Compensation Plan applicable to 2015-2019 was approved as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
26,220,881	174,239	31,271	3,732,319

Proposal 3 - Advisory Vote on the Company's Executive Compensation for its name executive officers ("Say-on-Pay") was approved as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
26,180,360	234,620	11,411	3,732,319

Proposal 4 - Appointment of the firm Dixon Hughes Goodman LLP to serve as independent registered public accountants of the Company for 2015 was approved as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
29,194,779	52,531	9,214	902,186

**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.

Date: May 1, 2015

**THE DIXIE GROUP, INC.**

By: /s/ Jon A. Faulkner  
Jon A. Faulkner  
Chief Financial Officer