

BUCKLE INC
Form 8-K
May 28, 2014

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

May 27, 2014
Date of Report (date of earliest event reported)

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

| | | |
|---|--|---|
| Nebraska (State or other jurisdiction of incorporation or organization) | 001-12951 (Commission File Number) | 47-0366193 (I.R.S. Employer Identification No.) |
|---|--|---|

| | |
|--|--------------------------|
| 2407 West 24th Street, Kearney, Nebraska (Address of principal executive offices) | 68845-4915 (Zip Code) |
|--|--------------------------|

Registrant's telephone number, including area code: (308) 236-8491

(Former name, former address and former fiscal year 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

The Buckle, Inc. held its Annual Meeting of Shareholders on May 27, 2014. The table below shows the final results of the voting at the Annual Meeting:

| | For | Against | Withheld | Broker Non-Votes |
|--|------------|---------|-----------|---------------------|
| Proposal 1 - Election of Board of Directors: | | | | |
| Daniel J. Hirschfeld | 40,342,578 | — | 654,066 | 4,030,675 |
| Dennis H. Nelson | 40,893,165 | — | 103,479 | 4,030,675 |
| Karen B. Rhoads | 37,885,332 | — | 3,111,312 | 4,030,675 |
| James E. Shada | 40,342,760 | — | 653,884 | 4,030,675 |
| Robert E. Campbell | 40,331,594 | — | 665,050 | 4,030,675 |
| Bill L. Fairfield | 40,340,191 | — | 656,453 | 4,030,675 |
| Bruce L. Hoberman | 38,435,273 | — | 2,561,371 | 4,030,675 |
| John P. Peetz, III | 40,889,506 | — | 107,138 | 4,030,675 |
| Michael E. Huss | 40,890,033 | — | 106,611 | 4,030,675 |
| | For | Against | Abstain | Broker Non-Votes |
| Proposal 2 - Ratify the selection of Deloitte & Touche LLP as independent registered public accounting firm: | 44,804,596 | 182,382 | 40,341 | — |
| Proposal 3 - Approve the Company's 2014 Management Incentive Plan: | 40,706,320 | 243,385 | 46,939 | 4,030,675 |
| Proposal 4 - Advisory Vote on Executive Compensation: | 40,715,234 | 227,701 | 53,709 | 4,030,675 |

ITEM 8.01. Other Events

The following information is furnished pursuant to Item 8.01 "Other Events." On May 28, 2014, The Buckle, Inc. issued a press release announcing a quarterly dividend of \$0.22 per share to be paid on July 25, 2014, for shareholders of record at the close of business on July 15, 2014.

The full text of the press release is furnished as Exhibit 99.1 to this report.

ITEM 9.01(d). Financial Statements and Exhibits

Exhibit 99.1 Press Release Dated May 28, 2014

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.

The Buckle, Inc.

Date: May 28, 2014

By: /s/ KAREN B. RHOADS
Name: Karen B. Rhoads
Title: Senior Vice President of Finance
and Chief Financial Officer

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Exhibit 99.1 Press Release Dated May 28, 2014