

HOOKER FURNITURE CORP  
Form 8-K  
June 06, 2012

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K  
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CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): June 5, 2012

HOOKER FURNITURE CORPORATION  
(Exact name of registrant as specified in its charter)

Virginia (State or other jurisdiction of incorporation or organization)	000-25349 (Commission File No.)	54-0251350 (I.R.S. Employer Identification No.)
440 East Commonwealth Boulevard, Martinsville, Virginia (Address of principal executive offices)	24112 (Zip Code)	(276) 632-0459 (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))
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Item 5.07. Submission of Matters to a Vote of Security Holders.

At the Annual Meeting of Shareholders of Hooker Furniture Corporation (the “Company”) held on June 5, 2012, shareholders voted on the matters described below:

1. The Company’s shareholders elected each of the following seven directors to serve a one-year term on the Company’s Board of Directors by the following vote:

Director	Votes For	Votes Withheld	Broker Non-votes
Paul B. Toms, Jr.	8,098,074	502,090	1,154,013
W. Christopher Beeler, Jr.	8,095,078	505,086	1,154,013
John L. Gregory, III	8,092,690	507,474	1,154,013
E. Larry Ryder	8,054,669	545,495	1,154,013
Mark F. Schreiber	8,502,895	97,269	1,154,013
David G. Sweet	8,494,304	105,860	1,154,013
Henry G. Williamson, Jr.	8,495,809	104,355	1,154,013

2. The Company’s shareholders ratified the selection of KPMG LLP as the Company’s independent registered public accounting firm for the fiscal year ending February 3, 2013 by the following vote:

For	Against	Abstain	Broker Non-votes
9,298,570	454,691	916	-

3. The Company’s shareholder’s approved, on an advisory basis, the executive compensation program for its named executive officers disclosed in the Proxy Statement. The proposal was approved by the following votes:

For	Against	Abstain	Broker Non-votes
8,277,742	271,832	50,590	1,154,013

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.

HOOKER FURNITURE CORPORATION

By: /s/ Paul A. Huckfeldt  
Paul A. Huckfeldt  
Vice-President – Finance and Accounting  
Chief Financial Officer

Date: June 6, 2012