

Zumiez Inc  
Form 8-K  
May 24, 2012

**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): May 23, 2012**

**Zumiez Inc.**

(Exact name of registrant as specified in its charter)

**Washington**  
(State or other jurisdiction of  
incorporation or organization)

**000-51300**  
(Commission File Number)

**91-1040022**  
(I.R.S. Employer Identification No.)

**6300 Merrill Creek Parkway, Suite B, Everett, WA 98203**

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(Address of principal executive offices, including zip code)

**Registrant's telephone number, including area code: (425) 551-1500**

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))

**Item 5.07. Submission of Matters to a Vote of Security Holders**

The Company held its Annual Meeting of Shareholders on May 23, 2012. The shareholders voted on three proposals at the Annual Meeting. The proposals are described in detail in the Company's definitive proxy statement dated April 12, 2012. The final results for the votes regarding each proposal are set forth below.

Proposal Number One: Shareholders elected Richard M. Brooks, Matthew L. Hyde and James M. Weber as directors to each serve a three-year term until the 2015 Annual Meeting of Shareholders. The results of the vote were as follows:

<b>Nominee</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
Richard M. Brooks	28,350,742	110,694	679	1,499,421
Matthew L. Hyde	28,324,546	113,754	23,815	1,499,421
James M. Weber	28,352,003	109,494	618	1,499,421

Proposal Number Two: Shareholders approved the material terms of the performance criteria under the Executive Officer Non-Equity Incentive Plan. The results of the vote were as follows:

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
	28,071,881	388,705	1,529	1,499,421

Proposal Number Three: Shareholders ratified the appointment of Moss Adams LLP as the Company's independent registered public accounting firm for the fiscal year ending February 2, 2013. The results of the vote were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
29,838,640	121,010	1,886

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ZUMIEZ INC.

Dated: May 24, 2012

By: /s/ Richard M. Brooks  
Richard M. Brooks  
Chief Executive Officer