

BASSETT FURNITURE INDUSTRIES INC  
Form 8-K  
March 10, 2016

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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) March 9, 2016**

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**BASSETT FURNITURE INDUSTRIES, INCORPORATED**

**(Exact name of registrant as specified in its charter)**

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**VIRGINIA**

**0-209**

**54-0135270**

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

**(Commission File No.)**

**(I.R.S. Employer Identification No.)**

**3525 FAIRYSTONE PARK HIGHWAY  
24055  
BASSETT, VIRGINIA  
(Address of principal executive offices) (Zip Code)**

**Registrant's telephone number, including area code 276/629-6000**

**(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):

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 Company's 2016 annual meeting of shareholders was held on March 9, 2016. As of the record date for the meeting, the Company had 10,961,922 of common stock outstanding, each of which is entitled to one vote. According to the final voting results, all director nominees were elected.

The voting tabulation was as follows:

| <b>Nominee</b>           | <b>Votes For</b> | <b>Votes Withheld</b> | <b>Votes Abstain</b> | <b>Broker Non-Vote</b> |
|--------------------------|------------------|-----------------------|----------------------|------------------------|
| Peter W. Brown, M.D.     | 8,001,180        | 457,223               | -                    | 1,599,041              |
| Kristina Cashman         | 8,130,567        | 327,836               | -                    | 1,599,041              |
| Paul Fulton              | 8,112,092        | 346,311               | -                    | 1,599,041              |
| Howard H. Haworth        | 7,987,023        | 471,380               | -                    | 1,599,041              |
| George W. Henderson, III | 8,135,552        | 322,851               | -                    | 1,599,041              |
| J. Walter McDowell       | 8,134,488        | 323,915               | -                    | 1,599,041              |
| Dale C. Pond             | 8,130,530        | 327,873               | -                    | 1,599,041              |
| Robert H. Spilman, Jr.   | 8,124,071        | 334,332               | -                    | 1,599,041              |
| William C. Wampler, Jr.  | 7,800,425        | 657,978               | -                    | 1,599,041              |
| William C. Warden, Jr.   | 8,135,348        | 323,055               | -                    | 1,599,041              |

At the annual meeting, the shareholders also voted on three proposals:

- To approve the amendment and restatement of the Bassett Furniture Industries, Incorporated 2010 Stock Incentive Plan:

The final tabulation was as follows:

| <b>Proposal</b> | <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Abstain</b> | <b>Broker Non-Vote</b> |
|-----------------|------------------|----------------------|----------------------|------------------------|
|-----------------|------------------|----------------------|----------------------|------------------------|

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|                              |           |         |        |           |
|------------------------------|-----------|---------|--------|-----------|
| Amended Stock Incentive Plan | 8,330,089 | 114,261 | 14,053 | 1,599,041 |
|------------------------------|-----------|---------|--------|-----------|

2. Ratification of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm.

The final tabulation was as follows:

| <b>Proposal</b>                   | <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Abstain</b> | <b>Broker Non-Vote</b> |
|-----------------------------------|------------------|----------------------|----------------------|------------------------|
| Ratification of Ernst & Young LLP | 9,972,135        | 73,978               | 11,331               | -                      |

3. To consider and act on an advisory vote regarding the approval of the compensation paid to certain executive officers.

The final tabulation was as follows:

| <b>Proposal</b>                  | <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Abstain</b> | <b>Broker Non-Vote</b> |
|----------------------------------|------------------|----------------------|----------------------|------------------------|
| Approval of officer compensation | 8,380,573        | 47,275               | 30,555               | 1,559,041              |

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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.

BASSETT FURNITURE INDUSTRIES, INCORPORATED

Date: March 10, 2016

By: /s/ J. Michael Daniel

J. Michael Daniel

Title: Senior Vice President - Chief Financial Officer