

STEIN MART INC  
Form 8-K  
June 18, 2010

**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**

**June 15, 2010**

**(Date of Report; Date of Earliest Event Reported)**

**STEIN MART, INC.**

**(Exact Name of Registrant as Specified in its Charter)**

**Florida**  
**(State or Other Jurisdiction)**

**0-20052**  
**(Commission)**

**64-0466198**  
**(IRS Employer)**

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of Incorporation)

File Number)

Identification No.)

1200 Riverplace Blvd., Jacksonville, Florida 32207

(Address of Principal Executive Offices Including Zip Code)

(904) 346-1500

(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 Annual Meeting of Stockholders of Stein Mart, Inc. (the Company) was held on June 15, 2010. The Company's stockholders considered and voted upon the following two proposals:

- (1) To elect the twelve (12) director nominees to serve as directors of the Company for the ensuing year and until their successors have been elected and qualified. Voting results were:

| <b>Name of Director</b> | <b>For</b> | <b>Withheld</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|-----------------|-----------------------------|
| Ralph Alexander         | 34,038,486 | 758,353         | 4,783,718                   |
| Alvin R. Carpenter      | 33,835,810 | 961,029         | 4,783,718                   |
| Irwin Cohen             | 34,056,912 | 739,927         | 4,783,718                   |
| Susan Falk              | 33,968,610 | 828,229         | 4,783,718                   |
| Linda M. Farthing       | 32,194,744 | 2,602,095       | 4,783,718                   |
| Mitchell W. Legler      | 31,528,417 | 3,268,422       | 4,783,718                   |
| Robert L. Mettler       | 34,038,506 | 758,333         | 4,783,718                   |
| Richard L. Sisisky      | 34,038,309 | 758,530         | 4,783,718                   |
| Jay Stein               | 32,273,943 | 2,522,896       | 4,783,718                   |
| Martin E. Stein, Jr.    | 28,746,471 | 6,050,368       | 4,783,718                   |
| David H. Stovall, Jr.   | 32,345,094 | 2,451,745       | 4,783,718                   |
| John H. Williams, Jr.   | 32,176,974 | 2,619,865       | 4,783,718                   |

- (2) To ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered certified public accounting firm for the fiscal year ending January 29, 2011. Voting results were:

|         |            |
|---------|------------|
| For     | 38,218,218 |
| Against | 1,356,881  |
| Abstain | 5,458      |

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

99.1 Press Release dated June 16, 2010.

**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.

STEIN MART, INC.  
(Registrant)

Date: June 18, 2010

By: /s/ David H. Stovall, Jr.  
David H. Stovall, Jr.  
President and Chief Executive Officer

**EXHIBIT INDEX**

99.1 Press Release dated June 16, 2010.