

FINISH LINE INC /IN/  
Form 8-K  
July 18, 2013

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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):

July 18, 2013

**The Finish Line, Inc.**

(Exact name of registrant as specified in its charter)

Indiana

0-20184

35-1537210

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

3308 North Mitthoeffer Road, Indianapolis,  
Indiana

46235

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

317-899-1022

Not Applicable

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:

- 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 held its Annual Meeting of Shareholders on July 18, 2013. The shares voted at the Annual Meeting, present in person or by proxy, constituted 92.8% of Company shares outstanding and entitled to vote. The Company's shareholders voted on the following proposals:

(i) The election of three Class III directors to serve on the Company's Board of Directors until the Company's 2016 Annual Meeting of Shareholders:

Director

Stephen Goldsmith For: 41,408,934 Withheld: 854,827 Broker Non-Votes: 3,237,060

Catherine A. Langham For: 41,477,772 Withheld: 785,989 Broker Non-Votes: 3,237,060

Norman Gurwitz For: 39,944,080 Withheld: 2,319,681 Broker Non-Votes: 3,237,060

(ii) Ratification of the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the Company's fiscal year ending March 1, 2014:

For: 44,877,156

Against: 488,236

Abstain: 135,429

(iii) Approval of a non-binding advisory resolution approving the compensation of the Company's named executive officers:

For: 38,943,520

Against: 3,083,664

Abstain: 236,577

Broker Non-Votes: 3,237,060

**Item 8.01 Other Events.**

On July 18, 2013, Mr. William Carmichael was appointed by the independent directors of the Company as Lead Director of the Board for an annual term. Mr. Carmichael has been a Board member since 2003 and will continue to serve as Chairman of the Audit Committee.

On July 18, 2013, the Company announced a cash dividend of \$0.07 per share of the Company's common shares. The cash dividend will be payable on September 16, 2013 to shareholders of record as of August 30, 2013. Information regarding the dividend is included in the copy of the press release attached to this Form 8-K as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press Release issued July 18, 2013

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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.

The Finish Line, Inc.

*July 18, 2013*

By: *Edward W. Wilhelm*

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*Name: Edward W. Wilhelm*

*Title: Executive Vice President, Chief Financial Officer*

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Exhibit Index

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1	Press Release issued July 18, 2013