



Edgar Filing: DELTA APPAREL, INC - Form 8-K

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers.**

On November 11, 2010, Mr. Robert W. Humphreys, Chairman and Chief Executive Officer of Delta Apparel, Inc., reassigned the duties of Mr. William T. McGhee. Mr. McGhee, formally President of Delta Activewear, will now serve as President of Sales and Marketing of Delta Activewear. He will be responsible for the sales, marketing and distribution activities, but no longer an executive officer of Delta Apparel, Inc.

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

The final results of voting on each of the matters submitted to a vote of security holders during our Annual Meeting of shareholders held on November 11, 2010 are as follows:

	<b>Broker</b>		
	<b>For</b>	<b>Withheld</b>	<b>Non-Vote</b>
<b>1. Election of Directors</b>			
James A. Cochran	6,714,658	66,543	1,039,217
Sam P. Cortez	6,725,090	56,111	1,039,217
William F. Garrett	6,679,476	101,725	1,039,217
Dr. Elizabeth J. Gatewood	6,730,390	50,811	1,039,217
Dr. G. Jay Gogue	6,725,090	56,111	1,039,217
Robert W. Humphreys	6,706,125	75,076	1,039,217
Dr. A. Max Lennon	6,684,706	96,495	1,039,217
E. Erwin Maddrey, II	6,705,352	75,849	1,039,217
David T. Peterson	6,719,794	61,407	1,039,217
Robert E. Staton, Sr.	6,701,906	79,295	1,039,217

The shareholders of the Company elected each of the director nominees, having received more votes “for” than “withheld.”

	<b>Broker</b>			
	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Non-Vote</b>
<b>2. Ratification of the Appointment of Ernst &amp; Young LLP as Independent Registered Public Accounting Firm for Fiscal Year 2011</b>	7,785,360	33,886	1,172	—

The shareholders of the Company ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending July 2, 2011, having received more votes “for” than “withheld” or as “abstentions.”

	<b>Broker</b>			
	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Non-Vote</b>
<b>3. Ratification of the Delta Apparel, Inc. 2010 Stock Plan</b>	4,843,804	1,886,185	51,212	1,039,217

The shareholders of the Company approved the Delta Apparel, Inc. 2010 Stock Plan, having received more votes “for” than “withheld” or as “abstentions.”



**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit Number   Description

99.1                      Press release issued by Delta Apparel, Inc. on November 15, 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.

DELTA APPAREL, INC.

Date: November 15, 2010   /s/ Deborah H. Merrill  
Deborah H. Merrill  
Vice President, Chief  
Financial Officer and  
Treasurer