

LUBYS INC
Form 8-K
January 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): January 20, 2012

LUBY S, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

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1-8308
(Commission File Number)

74-1335253
(I.R.S. Employer Identification No.)

13111 Northwest Freeway, Suite 600

Houston, Texas
(Address of principal executive offices)

77040
(Zip Code)

Registrant's telephone number, including area code: (713) 329-6800

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.

At the annual meeting of the shareholders of Luby's, Inc. (the Company) held on January 20, 2012, the matters voted upon and the number of votes cast for or against, as well as the number of abstentions and broker non-votes as to such matters, were as stated below.

The following nominees for directors were elected to serve one-year terms expiring at the 2013 annual meeting of shareholders:

| Nominee | For | Against | Abstentions | Broker Non-votes |
|-----------------------------|------------|-----------|-------------|------------------|
| Judith Craven, M.D., M.P.H. | 17,227,177 | 1,084,137 | 17,161 | 7,147,826 |
| Arthur Emerson | 18,038,466 | 267,298 | 22,711 | 7,147,826 |
| Jill Griffin | 18,064,985 | 246,328 | 17,162 | 7,147,826 |
| J.S.B. Jenkins | 18,066,289 | 244,671 | 17,515 | 7,147,826 |
| Frank Markantonis | 18,018,408 | 287,355 | 22,712 | 7,147,826 |
| Joe McKinney | 18,066,158 | 239,406 | 22,911 | 7,147,826 |
| Gaspar Mir, III | 18,063,706 | 242,052 | 22,717 | 7,147,826 |
| Christopher J. Pappas | 18,028,644 | 283,536 | 16,295 | 7,147,826 |
| Harris J. Pappas | 18,019,834 | 293,052 | 15,589 | 7,147,826 |

The appointment of Grant Thornton LLP as independent public accounting firm for the Company for the 2012 fiscal year was ratified:

| For | Against | Abstentions | Broker Non-votes |
|------------|---------|-------------|------------------|
| 25,060,459 | 328,778 | 87,064 | |

The advisory vote on the compensation of the Company's named Executive Officers was approved:

| For | Against | Abstentions | Broker Non-votes |
|------------|---------|-------------|------------------|
| 18,027,812 | 106,281 | 194,382 | 7,147,826 |

The advisory vote on the frequency of future advisory votes on the compensation of the Company's named Executive Officers was approved for annual future advisory votes:

| 1 Year | 2 Year | 3 Year | Abstentions | Broker Non-votes |
|------------|--------|---------|-------------|------------------|
| 17,204,732 | 75,707 | 854,887 | 193,149 | 7,147,826 |

The Company's Shareholders Rights Agreement was ratified:

| For | Against | Abstentions | Broker Non-votes |
|------------|-----------|-------------|------------------|
| 11,002,920 | 7,231,476 | 94,079 | 7,147,826 |

Based on the above results, and consistent with the Board's recommendation, the Company will include an advisory vote on the compensation of the Company's named executive officers in its proxy materials annually until the next required advisory vote on the frequency of shareholder advisory votes on the compensation of the Company's named executive officers.

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.

Date: January 24, 2012

LUBY S, INC.

By: /s/ Christopher J. Pappas
Christopher J. Pappas
President and Chief Executive Officer