

UNIFI INC
Form 8-K
October 27, 2011

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):

October 26, 2011

UNIFI, INC.

(Exact name of registrant as specified in its charter)

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(State or Other Jurisdiction

(Commission

(IRS Employer

of Incorporation)

File Number)

Identification No.)

7201 West Friendly Avenue

Greensboro, North Carolina

(Address of Principal Executive Offices)

27410

(Zip Code)

Registrant's telephone number, including area code: (336) 294-4410

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))

ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

On October 26, 2011, Unifi, Inc. (the Registrant) held its 2011 Annual Meeting of Shareholders (the Annual Meeting). The following are the voting results on each matter submitted to the Registrant's shareholders at the Annual Meeting:

Proposal 1: Election of Directors. The Registrant's shareholders elected the following ten nominees as directors, to serve until the next Annual Meeting of Shareholders or until their respective successors are duly elected and qualified, by the following vote:

| Name | For | Withheld | Broker Non-Votes |
|-------------------------|------------|----------|------------------|
| William J. Armfield, IV | 14,084,305 | 99,960 | |
| R. Roger Berrier, Jr. | 14,105,897 | 78,368 | |
| Archibald Cox, Jr. | 14,050,855 | 133,410 | |
| William L. Jasper | 14,107,049 | 77,216 | |
| Kenneth G. Langone | 13,902,586 | 281,679 | |
| George R. Perkins, Jr. | 14,109,590 | 74,675 | |
| Suzanne M. Present | 13,690,802 | 493,463 | |
| William M. Sams | 14,048,236 | 136,029 | |
| G. Alfred Webster | 13,858,504 | 325,761 | |
| Mitchel Weinberger | 13,783,291 | 400,974 | |

Proposal 2: Advisory Vote on Executive Compensation. The Registrant's shareholders voted to approve, on a non-binding basis, the compensation of the Registrant's named executive officers, by the following vote:

| For | Against | Abstentions | Broker Non-Votes |
|------------|---------|-------------|------------------|
| 13,322,112 | 854,018 | 8,135 | |

Proposal 3: Advisory Vote on the Frequency of Future Advisory Votes on Executive Compensation. The Registrant's shareholders voted to approve, on a non-binding basis, holding future advisory votes on executive compensation on an annual basis, by the following vote:

| One Year | Two Years | Three Years | Abstentions |
|------------|-----------|-------------|-------------|
| 13,387,868 | 51,001 | 739,946 | 5,450 |

In light of the results of the vote on Proposal 3 and other factors considered by the Board of Directors of the Registrant, the Board of Directors determined to include an advisory vote on executive compensation in its proxy materials on an annual basis until the next required vote on the frequency of advisory votes on executive compensation. Under Securities and Exchange Commission rules, the Registrant must hold these votes on frequency at least once every six years.

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.

UNIFI, INC.

By: /S/ CHARLES F. MCCOY
Charles F. McCoy

Vice President, Secretary and General Counsel

Dated: October 26, 2011