

PERRY ELLIS INTERNATIONAL INC  
Form 8-K  
June 14, 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): June 9, 2011**

**PERRY ELLIS INTERNATIONAL, INC.**

**(Exact name of registrant as specified in its charter)**

**Florida**  
**(State or other jurisdiction**  
  
**of incorporation)**

**0-21764**  
**(Commission**  
  
**File Number)**

**59-1162998**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**3000 N.W. 107th Avenue**  
**Miami, Florida**  
(Address of principal executive offices)

**33172**  
(Zip Code)

**Registrant's telephone number, including area code: (305) 592-2830**

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 Securities 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 shareholders of Perry Ellis International, Inc. (the Company) was held on Thursday, June 9, 2011. The results of the election were as follows:

**Proposal 1:** Joseph Natoli and Eduardo M. Sardiña were elected to the Board of Directors for a term of three years.

Name	For	Withheld	Broker Non-Votes
Joseph Natoli	14,729,399	202,997	640,789
Eduardo M. Sardiña	14,513,792	418,604	640,789

**Proposal 2:** The shareholders approved the Company's executive compensation, in a non-binding advisory vote (say on pay vote). The voting results were as follows:

For	Against	Abstentions	Broker Non-Votes
12,464,732	2,446,178	21,486	640,789

**Proposal 3:** The holders of a majority of the Company's shares outstanding recommended, in a non-binding advisory vote, that the frequency of future say on pay votes be held every year. The voting results were as follows:

1 Year	2 Years	3 years	Abstentions	Broker Non-Votes
10,351,518	9,443	4,556,224	15,211	640,789

Based on the voting results, and consistent with the Board of Directors' recommendation in the Proxy Statement, the Board has adopted a policy to hold a say on pay vote every year.

**Proposal 4:** The Company's shareholders adopted the Company's 2011 Management Incentive Compensation Plan. The voting results were as follows:

For	Against	Abstentions	Broker Non-Votes
14,330,571	576,795	25,030	640,789

**Proposal 5:** The Company's shareholders adopted the Company's Second Amended and Restated 2005 Long-Term Incentive Compensation Plan. The voting results were as follows:

For	Against	Abstentions	Broker Non-Votes
8,877,847	5,941,192	113,357	640,789

**Proposal 6:** Deloitte & Touche LLP was ratified to serve as the Company's independent registered public accounting firm for the fiscal year ending January 28, 2012. The voting results were as follows:

For	Against	Abstentions
15,502,451	59,335	11,399

**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.

**PERRY ELLIS INTERNATIONAL, INC.**

Date: June 14, 2011

By: /s/ Cory Shade  
Cory Shade,  
Senior Vice President, General Counsel and Assistant Secretary

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