

DILLARDS INC  
Form 8-K  
May 24, 2016

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): May 21, 2016

Dillard's, Inc.

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(Exact Name of Registrant as Specified in its Charter)

Delaware

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(State or Other Jurisdiction of Incorporation)

1-6140  
(Commission File Number)

71-0388071  
(I.R.S. Employer  
Identification No.)

1600 Cantrell Road  
Little Rock, Arkansas  
(Address of Principal Executive Offices)

72201  
(Zip Code)

(501) 376-5200  
(Registrant's Telephone Number, Including Area Code)

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 (see General Instruction A.2. below):

- 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

Dillard's, Inc. (the "Company") held its Annual Meeting of Stockholders on May 21, 2016 in Little Rock, Arkansas. The following matters were submitted to a vote of the stockholders, the results of which were as follows:

## 1. Election of Directors

	Votes For	Votes Against	Votes Abstained	Broker Non-Votes
Class A. Nominees:				
Frank R. Mori	26,326,986	961,126	50,668	1,576,913
Reynie Rutledge	26,660,427	623,688	54,665	1,576,913
J.C. Watts, Jr.	26,659,673	628,846	50,261	1,576,913
Nick White	26,325,654	965,340	47,786	1,576,913
Class B Nominees:				
Robert C. Connor	3,997,776	-	-	-
Alex Dillard	3,997,776	-	-	-
Mike Dillard	3,997,776	-	-	-
William Dillard, II	3,997,776	-	-	-
James I. Freeman	3,997,776	-	-	-
H. Lee Hastings, III	3,997,776	-	-	-
Drue Matheny	3,997,776	-	-	-
Warren A. Stephens	3,997,776	-	-	-
Other Proposals				
	Votes For	Votes Against	Votes Abstained	Broker Non-Votes
Ratification of the selection of KPMG LLP as the Company's 2. independent registered public accounting firm for 2016:	32,874,511	12,385	26,573	-

SIGNATURE

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.

DILLARD'S, INC.

DATED: May 23, 2016 By: /s/ Phillip R. Watts

Name: Phillip R. Watts

Title: Senior Vice President, Co-Principal Financial Officer and Principal Accounting Officer

By: /s/ Chris B. Johnson

Name: Chris B. Johnson

Title: Senior Vice President and Co-Principal Financial Officer