

MOVADO GROUP INC
Form 8-K
June 17, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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 13, 2013

MOVADO GROUP, INC.
(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction of incorporation)

1-16497
(Commission File Number)

13-2595932
(I.R.S. Employer Identification No.)

650 From Road, Suite 375
Paramus, NJ
(Address of principal executive offices)

07652-3556
(Zip Code)

(201) 267-8000
(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))
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Item 5.07. Submission of Matters to a Vote of Security Holders.

(a) Annual Meeting. The 2013 Annual Meeting of Shareholders of the Company was held on June 13, 2013.

(b) Matters Voted Upon; Voting Results. The following matters were submitted for a vote of the Company's shareholders.

Matter One. Election of Directors. Each of the eight nominees listed below was elected a director of the Company to hold office until the next annual meeting of the shareholders and until his or her successor has been elected and qualified.

| Nominee | Number of Shares Voted For | Number of Shares Withheld | Number of Broker Non-Votes |
|----------------------|----------------------------------|---------------------------------|----------------------------------|
| Margaret Hayes Adame | 80,283,060 | 1,235,257 | 1,705,596 |
| Richard J. Coté | 80,239,432 | 1,278,885 | 1,705,596 |
| Efraim Grinberg | 80,549,802 | 968,515 | 1,705,596 |
| Alex Grinberg | 80,238,731 | 1,279,586 | 1,705,596 |
| Alan H. Howard | 80,352,613 | 1,165,704 | 1,705,596 |
| Richard Isserman | 81,181,079 | 337,238 | 1,705,596 |
| Nathan Leventhal | 81,107,151 | 411,166 | 1,705,596 |
| Maurice Reznik | 81,180,079 | 338,238 | 1,705,596 |

Matter Two. Ratification of the appointment of PricewaterhouseCoopers LLP as the Company's Independent Registered Public Accounting Firm for Fiscal Year 2014.

| Number of Shares Voted For | Number of Shares Voted Against | Number of Shares Abstaining | Number of Broker Non-Votes |
|----------------------------------|--------------------------------------|-----------------------------------|----------------------------------|
|----------------------------------|--------------------------------------|-----------------------------------|----------------------------------|

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82,629,364

592,618

1,931

Matter Three. Adoption, on an advisory basis, of a resolution approving the compensation of the Company's named executive officers as disclosed in the Proxy Statement for the Company's 2013 Annual Meeting of Shareholders.

| Number of Shares Voted For | Number of Shares Voted Against | Number of Shares Abstaining | Number of Broker Non-Votes |
|----------------------------------|---|-----------------------------------|----------------------------------|
| 80,500,814 | 328,204 | 689,299 | 1,705,596 |

Matter Four. Approval of the performance-based provisions of the 1996 Stock Incentive Plan as amended and restated as of April 8, 2004 and as further amended and restated as of April 4, 2013.

| Number of Shares Voted For | Number of Shares Voted Against | Number of Shares Abstaining | Number of Broker Non-Votes |
|----------------------------------|---|-----------------------------------|----------------------------------|
| 80,508,120 | 491,454 | 518,743 | 1,705,596 |

Matter Five. Approval of the amended and restated Deferred Compensation Plan for Executives.

| Number of Shares Voted For | Number of Shares Voted Against | Number of Shares Abstaining | Number of Broker Non-Votes |
|----------------------------------|---|-----------------------------------|----------------------------------|
| 80,934,837 | 53,862 | 529,618 | 1,705,596 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 17, 2013

MOVADO GROUP, INC.

By: /s/ Timothy F. Michno
Name: Timothy F. Michno
Title: General Counsel