

KIRKLAND'S, INC  
Form 8-K  
June 17, 2014

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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 11, 2014

Kirkland's, Inc.

(Exact name of registrant as specified in its charter)

Tennessee

(State or other jurisdiction  
of incorporation)

000-49885

(Commission  
File Number)

621287151

(I.R.S. Employer  
Identification No.)

2501 McGavock Pike, Suite 1000, Nashville,  
Tennessee

(Address of principal executive offices)

37214

(Zip Code)

Registrant's telephone number, including area code:

615-872-4800

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))



Top of the Form**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On Wednesday, June 11, 2014, Kirkland's, Inc. (the Company) held its Annual Meeting of Shareholders (the Annual Meeting). A summary of the matters voted upon by the shareholders at that Annual Meeting is set forth below.

Proposal 1. The shareholders elected two nominees for director each to serve for a three-year term expiring at the 2017 annual meeting or until their successors are elected and qualified based on the following votes:

| Nominee            | For        | Number of Shares<br>Withheld |
|--------------------|------------|------------------------------|
| Carl T. Kirkland   | 11,005,695 | 317,364                      |
| Robert E. Alderson | 11,005,598 | 317,461                      |

Proposal 2. The shareholders ratified the appointment by the Company's Board of Directors of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending January 31, 2015 based on the following votes:

|                    | For        | Against | Abstain | Broker Non-Vote |
|--------------------|------------|---------|---------|-----------------|
| Total Shares Voted | 13,777,295 | 262,211 | 191     |                 |

Proposal 3. The shareholders ratified the advisory vote on executive compensation based on the following votes:

|                    | For        | Against | Abstain | Broker Non-Vote |
|--------------------|------------|---------|---------|-----------------|
| Total Shares Voted | 11,104,154 | 178,162 | 40,743  | 2,716,638       |

Proposal 4. The shareholders ratified the shareholder proposal regarding the implementation of majority voting for uncontested director elections based on the following votes:

|                    | For       | Against   | Abstain | Broker Non-Vote |
|--------------------|-----------|-----------|---------|-----------------|
| Total Shares Voted | 9,525,291 | 1,794,497 | 3,271   | 2,716,638       |

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**Top of the Form**

**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.

*June 17, 2014*

Kirkland's, Inc.

By: */s/ W. Michael Madden*

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*Name: W. Michael Madden*

*Title: Senior Vice President and Chief Financial Officer*