## **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** 

January 30, 2007

(Date of Report; Date of Earliest Event Reported)

STEIN MART, INC.

(Exact Name of Registrant as Specified in its Charter)

Florida (State or Other Jurisdiction

0-20052 (Commission File Number) 64-0466198 (IRS Employer

**Identification No.)** 

of Incorporation)

1200 Riverplace Blvd., Jacksonville, Florida 32207

(Address of Principal Executive Offices Including Zip Code)

(904) 346-1500

(Registrant s telephone number, including area code)

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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 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS

(b) On January 30, 2007 the registrant received a letter from Michael D. Rose, indicating he has resigned from the Company s Board of Directors. Mr. Rose, a board member since 1997 and lead director from 2002 to 2006, cited time constraints inherent in his recent appointment to chairman of the board of directors of First Horizon National Corp. (NYSE: FHN). Board Member Alvin R. Carpenter, former vice chairman of CSX Corporation, has been named lead director of Stein Mart.

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#### **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.

STEIN MART, INC. (Registrant)

Date: February 2, 2007 By: /s/ Michael D. Fisher

Michael D. Fisher

President and Chief Executive Officer