

STEIN MART INC  
Form 8-K/A  
February 07, 2019

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K/A**  
**(Amendment No. 1)**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**September 25, 2018**  
**(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**

**of Incorporation)**

**0-20052**  
**(Commission File Number)**

**1200 Riverplace Blvd., Jacksonville, Florida 32207**

**64-0466198**  
**(IRS Employer**

**Identification No.)**

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**(Address of Principal Executive Offices Including Zip Code)**

**(904) 346-1500**

**(Registrant's telephone number, including area code)**

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))  
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

### EXPLANATORY NOTE

Stein Mart, Inc. (the Company) is filing this Amendment No. 1 to the Company's Current Report on Form 8-K filed on October 1, 2018 (the Original Report) to supplement the information provided in Item 5.02 therein regarding the terms of the retirement of Gregory W. Kleffner. All other information in the Original Report remains unchanged.

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

As previously described in the Original Report, Gregory W. Kleffner shared his plans to retire from the Company effective January 31, 2019. Consequently, on February 1, 2019, the Company and Mr. Kleffner executed a Consulting Agreement (the Agreement), a copy of which is attached as Exhibit 10.1. The Agreement provides, among other things, a rate of \$225 per hour to be paid for services provided, including reasonable and necessary expenses. Mr. Kleffner will also be paid a \$150,000 retention bonus, which he was set to earn in April 2019.

The preceding summary of the material terms of the Agreement is qualified in its entirety by the full text of such Agreement, which is filed herewith as Exhibit 10.1. In the event of any discrepancy between the preceding summary and the text of the Agreement, the text of the Agreement shall control.

#### **ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

10.1 Gregory Kleffner Consulting Agreement

**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 7, 2019

By: /s/ D. Hunt Hawkins  
D. Hunt Hawkins

Chief Executive Officer