

PHOENIX FOOTWEAR GROUP INC  
Form 8-K  
June 04, 2010

**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 3, 2010

**PHOENIX FOOTWEAR GROUP, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**001-31309**  
(Commission

File Number)

**15-0327010**  
(IRS Employer

Identification No.)

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5840 El Camino Real, Suite 106  
Carlsbad, CA  
(Address of principal executive offices)

92008  
(Zip Code)

Registrant's telephone number, including area code (760) 602-9688

N/A

(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.**

On June 3, 2010, Phoenix Footwear Group, Inc. (the Company) held its Annual Meeting of Stockholders, whereby the stockholders elected all six of the Company's nominees for director. Each director will hold office until the Annual Meeting to be held in 2011, or until his or her successor has been duly elected and qualified, or until the director's earlier death, resignation or removal. The voting for each director was as follows:

<b>Nominee</b>	<b>Votes For</b>	<b>Votes Withheld</b>
Steven M. DePerrior	4,106,653	875,383
Gregory M. Harden	4,696,811	285,225
John C. Kratzer	4,695,646	286,390
Wilhelm Pfander	4,106,853	875,183
Frederick R. Port	4,696,811	285,225
James R. Riedman	4,132,641	849,395

There were no broker non-votes.

**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.

**PHOENIX FOOTWEAR GROUP, INC.**  
(Registrant)

Date: June 4, 2010

*/s/* DENNIS T. NELSON  
**Dennis T. Nelson**  
**Chief Financial Officer, Secretary and Treasurer**