

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): May 1, 2024



THE DIXIE GROUP

**THE DIXIE GROUP, INC.**

(Exact name of registrant as specified in its charter)

**Tennessee**

(State or other jurisdiction of incorporation)

**0-2585**

(Commission File Number)

**62-0183370**

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

**475 Reed Road**

**Dalton**

**Georgia**

**30720**

(Address of principal executive offices)

(Zip Code)

**(706) 876-5800**

(Registrant's telephone number, including area code)

(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

**Common Stock, \$3 Par Value**

Trading Symbol(s)

**DXYN**

Name of each exchange on which registered

**NASDAQ Stock Market, LLC**

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.

**Item 5.07 Submission of Matters to a Vote of Security Holders**

The 2024 annual meeting of the shareholders (the "meeting") of the Dixie Group, Inc. (the "Company") was held on May 1, 2024. The final voting results for each of the proposals submitted for vote by the shareholders are set forth below.

Proposal 1 - The number of Directors was set at six, and the individuals listed below were elected for a term of one year each, as follows:

	<b><i>Votes For</i></b>	<b><i>Votes Against</i></b>	<b><i>Abstentions</i></b>	<b><i>Broker Non-Votes</i></b>
William F. Blue, Jr.	26,557,558	2,907,852		3,864,642
Charles E. Brock	26,789,480	2,675,930		3,864,642
Daniel K. Frierson	26,940,371	2,525,039		3,864,642
D. Kennedy Frierson, Jr.	26,900,247	2,565,163		3,864,642
Hilda S. Murray	26,788,590	2,676,820		3,864,642
Michael L. Owens	27,894,675	1,570,735		3,864,642

Proposal 2 - Approval of the Company's Executive Compensation for its named executive officers ("Say-on-Pay")

	<b><i>Votes For</i></b>	<b><i>Votes Against</i></b>	<b><i>Abstentions</i></b>	<b><i>Broker Non-Votes</i></b>
	27,749,988	1,592,559	122,863	3,864,642

Proposal 3 - Approval of FORVIS, LLP to serve as independent registered public accountants of the Company for 2023.

	<b><i>Votes For</i></b>	<b><i>Votes Against</i></b>	<b><i>Abstentions</i></b>	<b><i>Broker Non-Votes</i></b>
	32,970,541	234,735	124,776	—

**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.

Date: 5/15/2024

**THE DIXIE GROUP, INC.**

By: /s/ Allen L. Danzey

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Allen L. Danzey

Chief Financial Officer

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**Document and Entity Information**

Entity Central Index Key  
Amendment Flag

0000029332  
False