

RICKS CABARET INTERNATIONAL INC

Form 8-K

August 22, 2011

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: August 16, 2011

RICK'S CABARET INTERNATIONAL, INC.
(Exact Name of Registrant As Specified in Its Charter)

Texas
(State Or Other
Jurisdiction of
Incorporation)

001-13992
(Commission File
Number)

76-0037324
(IRS Employer
Identification No.)

10959 Cutten Road
Houston, Texas 77066
(Address of Principal Executive Offices, Including Zip Code)

(281) 397-6730
(Issuer's Telephone Number, Including Area Code)

ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY
HOLDERS.

On May 11, 2011, we held our Annual Meeting of Stockholders of Rick's Cabaret International, Inc. at 410 N. Sam Houston Parkway (Beltway 8 at Imperial Valley), Houston, Texas 77060, for the following purposes:

- (1) To elect six directors, including Eric S. Langan, Travis Reese, Robert L. Watters, Steven L. Jenkins, Luke Lirot and Nour-Dean Anakar;
- (2) To ratify the appointment of Whitley Penn LLP as our independent registered public accounting firm for the fiscal year ending September 30, 2011;
- (3) To approve the 2010 Stock Option Plan;
- (3) To approve a non-binding advisory resolution on executive compensation;
- (4) To vote on whether the advisory votes on executive compensation should occur every one, two or three years; and
- (5) To transact such other business as may properly come before the meeting.

Based on the votes received in person and by proxy, all of the above named director nominees were elected, the appointment of Whitley Penn LLP was ratified, the 2010 Stock Option Plan was approved, the non-binding advisory resolution on executive compensation was approved and the stockholders voted to have the advisory votes on executive compensation occur every three years. The exact results of the stockholder vote are as follows:

Total Shares of Common Stock
Outstanding
as of the Record Date, June 20,
2011: 9,887,302

Total Voting Shares Present
Either by Proxy
or in Person of Common Stock: 8,699,102

Item 1: Election of Directors

| | FOR | WITHHELD |
|-------------------|-----------|-----------|
| Eric S. Langan | 3,021,920 | 994,727 |
| Robert L. Watters | 2,716,408 | 1,300,239 |
| Steven L. Jenkins | 3,523,794 | 492,853 |
| Travis Reese | 3,021,185 | 995,462 |
| Luke Lirot | 3,828,454 | 188,193 |
| Nour-Dean Anakar | 3,827,279 | 189,368 |

Additionally, there was a total of 4,668,172 broker non-votes for the election of directors.

Item 2: Ratification of appointment of Whitley Penn LLP as the independent registered public accounting firm for the fiscal year ending September 30, 2011

| | |
|------------------|-----------|
| Votes for: | 8,558,109 |
| Votes against: | 105,590 |
| Votes abstained: | 21,120 |

Item 3: Approval of the 2010 Stock Option Plan

| | |
|------------------|-----------|
| Votes for: | 3,875,118 |
| Votes against: | 109,299 |
| Votes abstained: | 32,230 |

Additionally, there was a total of 4,668,172 broker non-votes for approval of the 2010 Stock Option Plan.

Item 4: Approval of a non-binding advisory resolution on executive compensation

| | |
|------------------|-----------|
| Votes for: | 3,898,100 |
| Votes against: | 63,305 |
| Votes abstained: | 55,242 |

Additionally, there was a total of 4,668,172 broker non-votes for approval of the non-binding advisory resolution on executive compensation.

Item 5: Approval of whether the advisory votes on executive compensation should occur every one, two or three years

| | |
|------------------|-----------|
| Three years: | 2,264,225 |
| Two years: | 72,686 |
| One year: | 1,672,209 |
| Votes abstained: | 7,587 |

Additionally, there was a total of 4,668,172 broker non-votes for approval of whether the advisory votes on executive compensation should occur every one, two or three years.

There were no other matters presented for action at the Annual Meeting.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

RICK'S CABARET INTERNATIONAL, INC.

Date: August 22, 2011

By: /s/ Eric Langan
Eric Langan
President and Chief Executive Officer