

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): May 1, 2019

**GENESCO INC.**  
(Exact Name of Registrant as Specified in Charter)

<u>Tennessee</u> (State or Other Jurisdiction of Incorporation)	<u>1-3083</u> (Commission File Number)	<u>62-0211340</u> (I.R.S. Employer Identification No.)
<u>1415 Murfreesboro Road</u> <u>Nashville, Tennessee</u> (Address of Principal Executive Offices)		<u>37217-2895</u> (Zip Code)

**(615) 367-7000**  
(Registrant's Telephone Number, Including Area Code)

**Not Applicable**  
(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))

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

On May 1, 2019, Genesco Inc. (the “Company”) announced that Mimi Eckel Vaughn, 53, has been named chief operating officer of the Company, effective May 1, 2019. In addition to her new role, Vaughn will continue to serve as the Company’s chief financial officer, until a new chief financial officer is appointed.

Vaughn joined the Company as vice president-strategy and business development in 2003, was promoted to senior vice president-strategy and business development in 2006, and was named senior vice president-strategy and shared services in 2009. She was named senior vice president-finance and chief financial officer of the Company in February 2015.

As previously reported on January 17, 2018, Vaughn will receive an annual base salary as chief operating officer of \$650,000. Her target annual incentive award under the Company’s EVA Incentive Plan will be \$520,000. Except as set forth in the two preceding sentences, the Company has not entered into new or amended compensatory plans, contracts or arrangements with, or made any grant or award or modification thereto to, Vaughn as of the date hereof. However, the Company may enter into new or amended plans, contracts or arrangements with, or make a grant or award to, Vaughn at a later date.

A press release by the Company announcing the appointment is attached to this report as Exhibit 99.1.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits

The following exhibits are furnished herewith:

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release dated May 1, 2019, issued by Genesco Inc.

## 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.

GENESCO INC.

Date: May 1, 2019

By: /s/ Mimi E. Vaughn  
Name: Mimi E. Vaughn  
Title: Senior Vice President-Finance and Chief  
Financial Officer

## EXHIBIT INDEX

<u>No.</u>	<u>Exhibit</u>
99.1	Press Release dated May 1, 2019, issued by Genesco Inc.

**Genesco Financial Contact: Mimi E. Vaughn (615) 367-7386**

**Genesco Media Contact: Claire S. McCall (615)367-8283**

## **VAUGHN NAMED GENESCO CHIEF OPERATING OFFICER**

NASHVILLE, Tenn., May 1, 2019-Genesco Inc. (NYSE: GCO) announced today that Mimi Eckel Vaughn has been named chief operating officer of the Company, effective May 1, 2019. In addition to her new role, Vaughn will continue as chief financial officer until a new chief financial officer is appointed.

Genesco Chairman, President, and Chief Executive Officer Robert J. Dennis said, “Mimi has been a key contributor in the growth and expansion of the Company, and more recently her leadership as CFO was invaluable as we sold the Lids division. Moving forward as a footwear-focused company, Mimi’s vision, strategic insight and financial acumen in combination with her deep understanding of all Genesco’s businesses and of the markets in which they operate, will serve the Company well. With our active CFO search narrowing in on a few great candidates, I look forward to working with Mimi in her new role, along with the entire Genesco management team, as we work together to sustain and enhance the Company’s positive momentum.”

Vaughn, a 15-year veteran of the Company, joined Genesco as vice president - strategy and business development in 2003, was promoted to senior vice president - strategy and business development in 2006, and was named senior vice president - strategy and shared services in 2009. In this role, she was responsible for strategy development for the Company and for growth initiatives and acquisitions. She also led shared services, including information technology, corporate logistics and human resources. She assumed the CFO position in February 2015, and leads all finance-related activities, including financial planning, reporting and analysis, accounting, treasury and tax functions.

Prior to joining the Company, Vaughn was executive vice president of business development and marketing and acting chief financial officer for Link2Gov Corporation in Nashville. From 1993 to 1999, she was a consultant at McKinsey & Company, based in Atlanta. During her tenure at McKinsey, Vaughn advised senior executives and board members, specializing in the consumer and retail sectors. Before joining McKinsey, Vaughn held corporate finance positions at Goldman Sachs & Co., Wasserstein Perella & Co., and Drexel Burnham Lambert.

Vaughn received a bachelor of science degree in foreign service and international economics from Georgetown University magna cum laude and earned a master of business administration degree from Harvard Business School where she graduated with distinction.

### **About Genesco Inc.**

Genesco Inc., a Nashville-based footwear specialty retailer and branded company, sells footwear and accessories in more than 1,500 retail stores throughout the U.S., Canada, the United Kingdom, the Republic of Ireland and Germany, principally under the names Journeys, Journeys Kidz, Shi by Journeys, Schuh, Schuh Kids, Little Burgundy, Johnston & Murphy, and on internet websites [www.journeys.com](http://www.journeys.com), [www.journeyskidz.com](http://www.journeyskidz.com), [www.journeys.ca](http://www.journeys.ca), [www.shibyjourneys.com](http://www.shibyjourneys.com), [www.schuh.co.uk](http://www.schuh.co.uk), [www.littleburgundyshoes.com](http://www.littleburgundyshoes.com), [www.johnstonmurphy.com](http://www.johnstonmurphy.com), [www.trask.com](http://www.trask.com), and [www.dockersshoes.com](http://www.dockersshoes.com). Genesco also sells wholesale footwear under its Johnston & Murphy brand, the Trask brand, the licensed Dockers brand, and other brands. For more information on Genesco and its operating divisions, please visit [www.genesco.com](http://www.genesco.com).