
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): September 14, 2021

RCI HOSPITALITY HOLDINGS, INC.
(Exact Name of Registrant as Specified in Its Charter)

Texas
(State or Other Jurisdiction
of Incorporation)

001-13992
(Commission
File Number)

76-0458229
(IRS Employer
Identification No.)

10737 Cutten Road
Houston, Texas 77066
(Address of Principal Executive Offices, Including Zip Code)

(281) 397-6730
(Issuer'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:

- 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:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common stock, \$0.01 par value	RICK	The Nasdaq Global Market

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.

On September 14, 2021, we held our Annual Meeting of Stockholders at our corporate offices located at 10737 Cutten Road, Houston, Texas 77066, for the following purposes:

- (1) To elect six directors, including Eric S. Langan, Travis Reese, Luke Lirot, Yura Barabash, Elaine J. Martin and Arthur Allan Priaulx;
- (2) To ratify the appointment of Friedman LLP as our independent registered public accounting firm for the fiscal year ending September 30, 2021;
- (3) To approve a non-binding advisory resolution on executive compensation; and
- (4) 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 Friedman LLP was ratified and the non-binding advisory resolution on executive compensation was approved. There were no other matters presented for action at the Annual Meeting.

The exact results of the stockholder vote are as follows:

Total Shares of Common Stock Outstanding as of the Record Date, July 26, 2021:	8,999,910
Total Voting Shares Present Either by Proxy or in Person of Common Stock:	7,475,675

Item 1: Election of Directors

	FOR	WITHHELD
Eric S. Langan	3,503,338	441,828
Travis Reese	3,893,244	51,922
Luke Lirot	3,210,130	735,036
Yura Barabash	2,024,017	1,921,149
Elaine J. Martin	2,728,612	1,216,554
Arthur Allan Priaulx	2,259,775	1,685,391

Additionally, there was a total of 3,530,509 broker non-votes for the election of directors.

Item 2: Ratification of appointment of Friedman LLP as independent registered public accounting firm for fiscal year ending September 30, 2021

Votes for:	7,446,934
Votes against:	10,633
Votes abstained:	18,108

Item 3: Approval of a non-binding advisory resolution on executive compensation

Votes for:	3,736,361
Votes against:	32,651
Votes abstained:	176,154

Additionally, there was a total of 3,530,509 broker non-votes for approval of the non-binding advisory resolution on executive compensation.

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.

RCI HOSPITALITY HOLDINGS, INC.

Date: September 15, 2021

By: /s/ Eric Langan

Eric Langan

President and Chief Executive Officer