

STRATUS PROPERTIES INC
Form 8-K
May 08, 2015

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 7, 2015

Stratus Properties Inc.
(Exact name of registrant as specified in its charter)

| | | |
|---|---------------------------------------|--|
| Delaware (State or other jurisdiction of incorporation) | 000-19989 (Commission File Number) | 72-1211572 (I.R.S. Employer Identification Number) |
|---|---------------------------------------|--|

| | |
|--|---------------------|
| 212 Lavaca St., Suite 300 Austin, Texas (Address of principal executive offices) | 78701 (Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code: (512) 478-5788

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))

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

Stratus Properties Inc. (the “Company”) held its 2015 annual meeting of stockholders on May 7, 2015, in Austin, Texas. At the annual meeting, the Company’s stockholders (1) elected James C. Leslie to serve as Class II director of the Company for a three-year term; (2) approved, on an advisory basis, the compensation of the Company’s named executive officers and (3) ratified the appointment of BKM Sowan Horan, LLP as the Company’s independent registered public accounting firm for the 2015 fiscal year.

Of the 8,061,106 shares of the Company’s common stock outstanding as of the record date, 7,537,073 shares were represented at the annual meeting. The Company’s independent inspector of elections reported the final vote of stockholders as follows:

Proposal 1: Election of one Class II director nominee.

| Name | Votes For | Votes Withheld | Broker Non-Votes |
|-----------------|-----------|----------------|------------------|
| James C. Leslie | 3,005,020 | 2,370,991 | 2,161,062 |

Proposal 2: Approval, on an advisory basis, of the compensation of the Company’s named executive officers.

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-----------|---------------|-------------|------------------|
| 2,927,684 | 2,445,026 | 3,301 | 2,161,062 |

Proposal 3: Ratification of the appointment of BKM Sowan Horan, LLP as the Company’s independent registered public accounting firm.

| Votes For | Votes Against | Abstentions |
|-----------|---------------|-------------|
| 5,796,445 | 1,739,717 | 911 |

SIGNATURE

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.

Stratus Properties Inc.

By: /s/ Erin D. Pickens

Erin D. Pickens
Senior Vice President and
Chief Financial Officer
(authorized signatory and
Principal Financial Officer)
Date: May 8, 2015