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Douglas Emmett Inc  
Form 8-K  
June 05, 2013

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)  
June 4, 2013

Douglas Emmett, Inc.  
(Exact name of registrant as specified in its charter)

|   |                                     |  |
|---|-------------------------------------|--|
| Maryland<br>(State or other jurisdiction of<br>incorporation) | 001-33106<br>Commission file number | 20-3073047<br>(I.R.S. Employer identification No.) |
|---|-------------------------------------|--|

|   |                     |
|---|---------------------|
| 808 Wilshire Boulevard, Suite 200, Santa Monica, California<br>(Address of principal executive offices) | 90401<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code: (310) 255-7700

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))



Item 5.07 Submission of Matters to a Vote of Security Holders

The voting results for the matters submitted to a vote of our stockholders at our Annual Meeting of Stockholders held on June 4, 2013, which were described in detail in our proxy statement filed with the Securities and Exchange Commission on April 24, 2013, are as follows:

1. Election of directors to serve until the 2014 Annual Meeting of Stockholders:

|                         | For         | Withheld/Abstained |
|-------------------------|-------------|--------------------|
| Dan A. Emmett           | 122,642,526 | 5,689,578          |
| Jordan L. Kaplan        | 126,324,852 | 2,007,252          |
| Kenneth M. Panzer       | 112,868,589 | 15,463,515         |
| Christopher H. Anderson | 126,270,475 | 2,061,629          |
| Leslie E. Bider         | 126,332,569 | 1,999,535          |
| David T. Feinberg       | 125,505,598 | 2,826,506          |
| Thomas E. O'Hern        | 127,062,614 | 1,269,490          |
| William E. Simon, Jr.   | 126,484,297 | 1,847,807          |

2. Non-binding advisory vote approving 2012 executive compensation:

| For         | Against    | Abstained |
|-------------|------------|-----------|
| 103,526,906 | 24,024,587 | 780,610   |

3. Ratification of the appointment of Ernst & Young LLP as our independent registered public accounting firm for 2013:

| For         | Against   | Abstained |
|-------------|-----------|-----------|
| 131,956,824 | 1,412,862 | 32,373    |

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 thereunto duly authorized.

Dated: June 4, 2013

DOUGLAS EMMETT, INC.  
 By: /s/ THEODORE E. GUTH  
 Theodore E. Guth  
 Chief Financial Officer