

U-Store-It Trust
Form 8-K
June 02, 2011

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 2, 2011 (June 1, 2011)**

U-STORE-IT TRUST

(Exact Name of Registrant as Specified in Charter)

Maryland

(State or Other Jurisdiction of Incorporation)

001-32324
(Commission File Number)

460 E. Swedesford Road, Suite 3000
Wayne, Pennsylvania
(Address of Principal Executive
Offices)

20-1024732
(IRS Employer Identification Number)

19087
(Zip Code)

(610) 293-5700

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(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))

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

On June 1, 2011, U-Store-It Trust held its 2011 Annual Meeting of Shareholders. At the meeting, the shareholders voted on: (1) the election of seven trustees, (2) the ratification of the appointment of KPMG LLP as our independent registered public accounting firm for 2011, (3) a non-binding, advisory vote regarding the compensation of our named executive officers and (4) a non-binding, advisory vote regarding the frequency of advisory votes on the compensation of our named executive officers. The voting results on these proposals were as follows:

Proposal 1: Election of Seven Trustees

| Trustee | Votes For | Withheld | Broker Non-Votes |
|-----------------------------|------------|----------|------------------|
| William M. Diefenderfer III | 75,400,400 | 972,725 | 12,331,830 |
| Piero Bussani | 75,436,540 | 936,585 | 12,331,830 |
| Dean Jernigan | 76,272,840 | 100,285 | 12,331,830 |
| Marianne M. Keler | 76,237,817 | 135,308 | 12,331,830 |
| David J. LaRue | 76,259,852 | 113,273 | 12,331,830 |
| John F. Remondi | 75,400,200 | 972,925 | 12,331,830 |
| Jeffrey F. Rogatz | 76,278,586 | 94,539 | 12,331,830 |

Proposal 2: Ratification of the appointment of KPMG LLP as our independent registered public accounting firm for 2011

| Votes For | Votes Against | Abstentions |
|------------|---------------|-------------|
| 87,631,281 | 1,009,127 | 65,547 |

Proposal 3: Advisory, non-binding vote on the compensation of our named executive officers

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 73,990,156 | 2,272,929 | 110,040 | 12,331,830 |

Proposal 4: Advisory, non-binding vote on the frequency of shareholder advisory votes on the compensation of our named executive officers

| 1 Year | 2 Years | 3 Years | Abstentions | Broker Non-Votes |
|------------|-----------|------------|-------------|------------------|
| 62,098,543 | 2,013,049 | 11,532,258 | 729,275 | 12,331,830 |

Consistent with the greatest number of votes cast on this proposal, our Board of Trustees has determined to include in our proxy materials an advisory vote on the compensation of our named executive officers every year until the next required vote on the frequency of shareholder advisory votes on the compensation of named executive officers.

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.

U-STORE-IT TRUST

By: */s/*Jeffrey P. Foster
Jeffrey P. Foster
Senior Vice President Chief Legal Officer and
Secretary

Date: June 2, 2011