

PENNSYLVANIA REAL ESTATE INVESTMENT TRUST  
Form 8-K  
June 03, 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

**Pennsylvania Real Estate Investment Trust**

(Exact Name of Registrant as Specified in its Charter)

**Pennsylvania**  
(State or Other Jurisdiction  
of Incorporation or Organization)

**1-6300**  
(Commission  
File Number)

**23-6216339**  
(IRS Employer  
Identification No.)

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**The Bellevue, 200 S. Broad Street,**

**Philadelphia, Pennsylvania**  
(Address of Principal Executive Offices)

**Registrant's telephone number, including area code: (215) 875-0700**

**19102**  
(Zip Code)

**(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:

- ..  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 2, 2011, Pennsylvania Real Estate Investment Trust (the Company) held its Annual Meeting of Shareholders. The following matters were submitted to a vote of shareholders and the voting results were as follows:

1. The Company's shareholders reelected the following nominees as trustees, each to hold office until the Annual Meeting to be held in the spring of 2012 and until their respective successors have been duly elected and have qualified, by the vote set forth below:

| Nominee              | For        | Withhold  | Broker Non Votes |
|----------------------|------------|-----------|------------------|
| Dorrit J. Bern       | 38,055,359 | 447,253   | 11,330,455       |
| Stephen B. Cohen     | 37,576,735 | 925,877   | 11,330,455       |
| Joseph F. Coradino   | 37,824,978 | 677,634   | 11,330,455       |
| M. Walter D. Alessio | 37,538,644 | 963,968   | 11,330,455       |
| Edward A. Glickman   | 37,826,549 | 676,063   | 11,330,455       |
| Leonard I. Korman    | 37,536,352 | 966,260   | 11,330,455       |
| Ira M. Lubert        | 38,072,759 | 429,853   | 11,330,455       |
| Donald F. Mazziotti  | 38,069,730 | 432,882   | 11,330,455       |
| Mark E. Pasquerilla  | 36,517,689 | 1,984,923 | 11,330,455       |
| John J. Roberts      | 37,562,642 | 939,970   | 11,330,455       |
| George F. Rubin      | 37,813,572 | 689,040   | 11,330,455       |
| Ronald Rubin         | 37,643,077 | 859,535   | 11,330,455       |

2. That Company's shareholders approved, on a non-binding advisory basis, the overall compensation of the named executive officers as disclosed in the Proxy Statement, and the voting results were as follows:

| For        | Against   | Abstain | Broker Non Votes |
|------------|-----------|---------|------------------|
| 36,754,395 | 1,442,944 | 305,273 | 11,330,455       |

3. The Company's shareholders voted, on a nonbinding advisory basis, to hold future advisory votes on executive compensation annually, and the voting results were as follows:

| One Year   | Two Years | Three Years | Abstain | Broker Non Votes |
|------------|-----------|-------------|---------|------------------|
| 33,039,116 | 381,194   | 4,917,586   | 164,716 | 11,330,455       |

Based on these results and consistent with the recommendation of the Board of Trustees, the Company will hold an advisory vote on the compensation of its named executive officers annually until the next required vote on the frequency of shareholder votes on the compensation of the named executive officers, subject to change by further action of the Board of Trustees.

4. The Company's shareholders approved the proposal to ratify the Audit Committee's selection of KPMG LLP as the Trust's independent auditors for 2011, and the voting results were as follows:

| For        | Against | Abstain | Broker Non Votes |
|------------|---------|---------|------------------|
| 49,403,532 | 245,383 | 184,152 | 0                |

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.

PENNSYLVANIA REAL ESTATE INVESTMENT TRUST

Date: June 3, 2011

By: /s/ Bruce Goldman  
 Bruce Goldman  
 Executive Vice President and General Counsel