

UMH PROPERTIES, INC.
Form 8-K
June 15, 2018

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 14, 2018

UMH Properties, Inc.

(Exact name of registrant as specified in its charter)

Maryland **001-12690** **22-1890929**
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

Juniper Business Plaza, 3499 Route 9 North, Suite 3-C, Freehold, NJ **07728**
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (732) 577-9997

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))

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

The annual meeting of shareholders (the “Meeting”) of UMH Properties, Inc. (the “Company”) was held on June 14, 2018. There were 36,356,144 shares of common stock entitled to vote at the meeting and a total of 33,141,669 shares (91.15%) were represented in person or by proxy at the meeting. The proposals submitted to the vote of the shareholders and the results of the vote were as follows:

Proposal 1 – The election of four Class III directors, each to hold office until the Company’s annual meeting of shareholders in 2021 and until his or her successor is duly elected and qualifies:

| Director | For | Withheld | Broker Non-Votes |
|-----------------|------------|-----------|---------------------|
| Anna T. Chew | 21,787,723 | 2,228,462 | 9,125,484 |
| Eugene W. Landy | 22,986,329 | 1,029,856 | 9,125,484 |
| Samuel A. Landy | 23,551,815 | 464,370 | 9,125,484 |
| Stuart D. Levy | 19,695,987 | 4,320,198 | 9,125,484 |

Proposal 2 – The ratification of the appointment of PKF O’Connor Davies, LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2018:

| | Number of Votes |
|------------------|--------------------|
| For | 32,741,499 |
| Against | 326,984 |
| Abstain | 73,186 |
| Broker Non-Votes | -0- |

Proposal 3 – The amendment and restatement of the Company’s 2013 Stock Option and Stock Award Plan:

| | Number of Votes |
|-----|--------------------|
| For | 18,569,218 |

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| | |
|------------------|-----------|
| Against | 4,997,764 |
| Abstain | 449,203 |
| Broker Non-Votes | 9,125,484 |

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.

UMH Properties, Inc.

Date: June 15, 2018 By: */s/ Anna T. Chew*
Name: Anna T. Chew
Title: Vice President and Chief Financial Officer

