

Section 1: 8-K

**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 16, 2019

MONMOUTH REAL ESTATE INVESTMENT CORPORATION

(Exact name of registrant as specified in its charter)

<u>MARYLAND</u> (State or other jurisdiction of incorporation)	<u>001-33177</u> (Commission File Number)	<u>22-1897375</u> (IRS Employer Identification No.)
<u>3499 Route 9N, Suite 3D, Freehold, NJ</u> (Address of principal executive offices)		<u>07728</u> (Zip Code)

Registrant's telephone number, including area code (732) 577-9996

(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 Instructions A.2. below):

- Written communications pursuant to Rule 425 under Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 142-12 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.

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock	MNR	New York Stock Exchange
6.125% Series C Cumulative Redeemable Preferred Stock	MNR-PC	New York Stock Exchange

Item 5.07 Submission of Matters to a Vote of Security Holders

The annual meeting of shareholders (the “Meeting”) of Monmouth Real Estate Investment Corporation (referred to as “our”) was held on May 16, 2019. There were 93,130,830 shares of common stock entitled to vote at the meeting and a total of 86,100,526 shares (92.45%) 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 I Directors, each to hold office until the 2022 annual meeting of shareholders and until his successor is duly elected and qualifies:

Director	For	Withhold	Broker Non-Votes
Daniel D. Cronheim	63,894,784	6,460,387	15,745,355
Kevin S. Miller	62,204,071	8,151,100	15,745,355
Gregory T. Otto	51,711,071	18,644,100	15,745,355
Scott L. Robinson	65,010,740	5,344,431	15,745,355

Proposal 2 – To ratify the appointment of PKF O’Connor Davies, LLP as our independent registered public accounting firm for the fiscal year ending September 30, 2019:

	No. of Votes
For	85,435,620
Against	504,560
Abstain	160,346
Broker Non-Votes	0

Proposal 3 – To approve an advisory resolution for the compensation of our executive officers for the fiscal year ended September 30, 2018, as more particularly described in the Proxy Statement with respect to the Meeting:

	No. of Votes
For	54,413,007
Against	15,509,829
Abstain	432,335
Broker Non-Votes	15,745,355

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.

MONMOUTH REAL ESTATE INVESTMENT CORPORATION

/s/ Kevin S. Miller

Kevin S. Miller
Chief Financial and Accounting Officer

Date May 17, 2019

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