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INTERGROUP CORP
Form 8-K
March 01, 2010

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): February 24, 2010

THE INTERGROUP CORPORATION

(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| Delaware | 1-10324 | 13-3293645 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |
| 10940 Wilshire Blvd., Suite 2150, Los Angeles, California | | 90024 |
| ----- | ----- | ----- |
| (Address of principal executive offices) | | (Zip Code) |

Registrant's telephone number, including area code: (310) 889-2500

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 Fiscal 2009 Annual Meeting of the Shareholders of The InterGroup Corporation (the "Company") was held on February 24, 2010 at the Hilton San

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Francisco Financial District, 750 Kearny Street, San Francisco, California. At that meeting, John V. Winfield and Josef A Grunwald were elected as Class A Directors, to serve a three year term expiring at the Fiscal 2012 Annual Meeting of Shareholders. Directors Gary N. Jacobs, John C. Love and William J. Nance continue their terms as the Company's other directors. At the Annual Meeting, the shareholders also voted in favor of the ratification of the Audit Committee's selection of Burr Pilger Mayer, Inc. as the Company's independent registered public accounting firm for the fiscal year ending June 30, 2010 and for approval of The InterGroup Corporation 2010 Omnibus Employee Incentive Plan. A tabulation of the vote follows:

Proposal (1) - Election of Class A Directors:

| Nominees: | Votes For | Withheld | Broker Von-Votes |
|-------------------|-----------|----------|------------------|
| ----- | ----- | ----- | ----- |
| John V. Winfield | 1,693,773 | 16,836 | 366,471 |
| Josef A. Grunwald | 1,693,855 | 16,754 | |

Proposal (2) - Ratification of the Appointment of Burr Pilger Mayer, Inc. as The Company's Independent Registered Public Accounting Firm for the fiscal year ending June 30 2010:

| Votes For | Against | Abstained | Broker Non-Votes |
|-----------|---------|-----------|------------------|
| ----- | ----- | ----- | ----- |
| 2,041,451 | 31,161 | 4,468 | - |

Proposal (3) - Approval of The InterGroup Corporation 2010 Omnibus Employee Incentive Plan:

| Votes For | Against | Abstained | Broker Non-Votes |
|-----------|---------|-----------|------------------|
| ----- | ----- | ----- | ----- |
| 1,563,819 | 109,830 | 36,960 | 366,471 |

Following the Annual Meeting of Shareholders, the Board of Directors of the Company formally adopted The InterGroup Corporation 2010 Omnibus Employee Incentive Plan.

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.

THE INTERGROUP CORPORATION

Dated: March 1, 2010

By /s/ Michael G. Zybala

Michael G. Zybala
Asst. Secretary and Counsel