

FEDERAL REALTY INVESTMENT TRUST

Form 8-K

May 04, 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): May 2, 2018

Federal Realty Investment Trust

(Exact name of registrant as specified in its charter)

Maryland 1-07533 52-0782497
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

1626 East Jefferson Street, Rockville, Maryland 20852-4041
(Address of principal executive offices) (Zip Code)
Registrant's telephone number including area code: 301/998-8100

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 checkmark if the
registrant has elected not 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 of the Trust was held on May 2, 2018 in North Bethesda, Maryland. The following table sets forth the matters presented for a vote by the shareholders and the voting results with respect to such matters:

Matter	Votes For	Votes Withheld/ Against	Abstentions	Broker Non-Votes
Proposal 1: Election of Trustees				
Jon E. Bortz	62,243,175	2,355,598	55,380	3,063,096
David W. Faeder	61,078,862	3,518,528	56,764	3,063,096
Elizabeth I. Holland	64,016,333	549,743	88,077	3,063,096
Gail P. Steinel	63,321,462	1,278,725	53,967	3,063,096
Warren M. Thompson	63,190,902	1,407,702	55,550	3,063,096
Joseph S. Vassalluzzo	62,116,844	2,395,822	141,488	3,063,096
Donald C. Wood	62,667,461	1,931,093	55,600	3,063,096
Proposal 2: Advisory vote on the compensation of our named executive officers	59,967,562	4,492,852	193,739	3,063,096
Proposal 3: Ratification of the appointment of Grant Thornton LLP as the Trust's independent registered public accounting firm for the year ending December 31, 2018	66,743,260	904,205	69,785	—

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.

FEDERAL REALTY INVESTMENT TRUST

Date: May 4, 2018 By: /s/ Dawn M. Becker

Dawn M. Becker
Executive Vice President-General Counsel and Secretary