



Item 5.07 Submission of Matters to a Vote of Security Holders.

Stratus Properties Inc. (the “Company”) held its 2016 annual meeting of stockholders on June 6, 2016, in Austin, Texas. At the annual meeting, the Company’s stockholders (1) elected William H. Armstrong III and Charles W. Porter to serve as Class III directors of the Company, each for a three-year term; (2) approved, on an advisory basis, the compensation of the Company’s named executive officers; (3) ratified the appointment of BKM Sowan Horan, LLP as the Company’s independent registered public accounting firm for the 2016 fiscal year and (4) did not approve a stockholder proposal requesting that the Company’s board of directors (the “Board”) immediately engage a nationally recognized investment banking firm to explore the prompt sale, merger or other business combination of the Company.

The independent inspector of elections reported the final vote of stockholders as follows:

Proposal No. 1: Election of two Class III director nominees.

| Name                                 | Votes For | Votes Withheld | Broker Non-Votes |
|--------------------------------------|-----------|----------------|------------------|
| William H. Armstrong III             | 3,562,315 | 712,444        | 42,738           |
| Charles W. Porter                    | 3,562,314 | 712,445        | 42,738           |
| David M. Dean (dissident nominee)    | 2,441,073 | 32,067         | 42,738           |
| Michael L. Knapp (dissident nominee) | 2,441,073 | 32,067         | 42,738           |

Proposal No. 2: Approval, on an advisory basis, of the compensation of the Company’s named executive officers.

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-----------|---------------|-------------|------------------|
| 4,199,928 | 2,467,626     | 80,345      | 42,738           |

Proposal No. 3: Ratification of the appointment of BKM Sowan Horan, LLP as the Company’s independent registered public accounting firm.

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-----------|---------------|-------------|------------------|
| 5,289,320 | 1,431,906     | 69,411      | 0                |

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Proposal No. 4: Stockholder proposal requesting that the Board immediately engage a nationally recognized investment banking firm to explore the prompt sale, merger or other business combination of the Company.

| Votes For | Votes Against | Abstentions | Broker<br>Non-Votes |
|-----------|---------------|-------------|---------------------|
| 3,204,680 | 3,510,333     | 32,886      | 42,738              |



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.

Stratus Properties Inc.

By: /s/ Erin D. Pickens  
Erin D. Pickens  
Senior Vice President and  
Chief Financial Officer  
(authorized signatory and  
Principal Financial Officer)  
Date: June 9, 2016