

American Homes 4 Rent
Form 8-K
May 08, 2015

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 7, 2015**

AMERICAN HOMES 4 RENT

(Exact Name of Registrant as Specified in its Charter)

Maryland
(State or Other Jurisdiction of
Incorporation)

001-36013
(Commission File Number)

46-1229660
(I.R.S. Employer Identification No.)

30601 Agoura Road, Suite 200

Agoura Hills, California
(Address of Principal Executive Offices)

91301
(Zip Code)

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(805) 413-5300

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communication 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-commencements communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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The information in Item 2.02 of this Form 8-K, including Exhibits 99.1, 99.2 and 99.3, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 2.02 Results of Operations and Financial Condition and Exhibits

On May 7, 2015, American Homes 4 Rent issued a press release announcing its financial results for the quarter ended March 31, 2015, together with a First Quarter 2015 Supplemental Information Package. On May 7, 2015, the company also announced that its Board of Trustees had declared the quarterly distributions on its common and participating preferred shares. A copy of the press releases and the First Quarter 2015 Supplemental Information Package are furnished as Exhibit 99.1, 99.2 and 99.3, respectively, to this Current Report on Form 8-K and are incorporated herein by reference.

Item 5.07 Submission of Matters to a Vote of Security Holders

(a) The Company held its annual meeting of shareholders on Thursday, May 7, 2015 in Agoura Hills, California.

(b) The shareholders (1) elected all of the Company's nominees for trustee, (2) ratified the appointment of BDO USA, LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015, (3) approved, on an advisory basis, the Company's executive compensation as disclosed in the 2015 proxy statement, and (4) on an advisory basis, approved an annual vote on executive compensation. These proposals are described in detail in our proxy statement for our Annual Meeting of Shareholders filed with the Securities and Exchange Commission on April 2, 2015. As recommended by the Board and approved by the shareholders on an advisory basis, the Company will hold an annual advisory vote on executive compensation.

The final results for the votes for each proposal are set forth below:

Election of Trustees:

<u>Name</u>	<u>Votes For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
B. Wayne Hughes	175,220,015	10,618,580	5,806,895
David P. Singelyn	178,893,344	6,945,251	5,806,895
John Corrigan	175,383,650	10,454,945	5,806,895
Dann V. Angeloff	178,672,833	7,165,762	5,806,895

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Matthew J. Hart	179,338,880	6,499,715	5,806,895
James H. Kropp	178,841,895	6,996,700	5,806,895
Lynn Swan	178,837,340	7,001,255	5,806,895
Kenneth M. Woolley	179,370,871	6,467,724	5,806,895

Ratification of BDO USA, LLP:

	<u>Votes Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
<u>Votes For</u>			
185,519,643	82,779	6,043,068	0

Advisory Vote on executive compensation:

	<u>Votes Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
<u>Votes For</u>			
166,105,796	13,184,084	6,548,716	5,806,895

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Advisory Vote on the frequency of advisory votes on executive compensation:

<u>One Year</u>	<u>Two Years</u>	<u>Three Years</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
168,912,493	15,959	10,875,466	6,034,674	5,806,895

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit 99.1 Press Release dated May 7, 2015 concerning financial results

Exhibit 99.2 Press Release dated May 7, 2015 concerning the declaration of quarterly distributions

Exhibit 99.3 First Quarter 2015 Supplemental Information Package

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.

Date: May 7, 2015

AMERICAN HOMES 4 RENT

By: /s/Stephanie Heim
Stephanie Heim
Senior Vice President - Counsel