STAG Industrial, Inc. Form 8-K May 06, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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 5, 2014

STAG INDUSTRIAL, INC.

(Exact name of registrant specified in its charter)

Maryland (State or Other Jurisdiction Of Incorporation) 1-34907 (Commission File Number) 27-3099608 (IRS Employer Identification No.)

One Federal Street, 23rd Floor

Boston, Massachusetts 02110

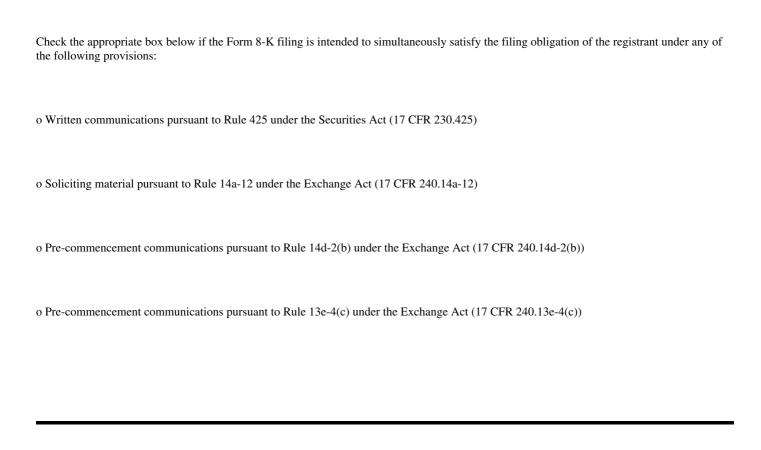
(Address of principal executive offices, zip code)

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Registrant s telephone number, including area code: (617) 574-4777

Not applicable

(Former name or former address, if changed since last report)



ITEM 5.07. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

On May 5, 2014, STAG Industrial, Inc. (the Company) held its Annual Meeting of Stockholders. The matters on which the stockholders voted, in person or by proxy were:

- (i) for the election of seven directors to hold office until the 2015 Annual Meeting of Stockholders and until their successors have been elected and qualified;
- (ii) the ratification of the appointment of the Company s independent registered public accountants for the year ending December 31, 2014; and
- (iii) the approval, by non-binding vote, of executive compensation.

The seven nominees were elected, the ratification of the appointment of the independent registered public accountants was approved and executive compensation was approved by stockholders. The results of the voting were as follows:

Election of Directors:

| | | Votes | | Broker Non- |
|-----------------------|------------|-----------|-------------|--------------------|
| Director | Votes For | Withheld | Abstentions | Votes |
| Benjamin S. Butcher | 34,169,743 | 751,144 | -0- | 5,044,257 |
| Virgis W. Colbert | 31,740,724 | 3,180,163 | -0- | 5,044,257 |
| Jeffrey D. Furber | 34,873,881 | 47,006 | -0- | 5,044,257 |
| Larry T. Guillemette | 34,797,029 | 123,858 | -0- | 5,044,257 |
| Francis X. Jacoby III | 34,780,916 | 139,971 | -0- | 5,044,257 |
| Christopher P. Marr | 34,436,630 | 484,257 | -0- | 5,044,257 |
| Hans S. Weger | 34,795,826 | 125,061 | -0- | 5,044,257 |

Ratification of Appointment of Independent Registered Public Accountants:

| Votes | Votes | | Broker Non- |
|------------|---------|-------------|-------------|
| For | Against | Abstentions | Votes |
| 39,469,980 | 485,310 | 9,854 | -0- |

Approval of Executive Compensation:

| Votes | Votes | | Broker Non- |
|------------|---------|-------------|-------------|
| For | Against | Abstentions | Votes |
| 33,675,065 | 961,942 | 283,880 | 5,044,257 |

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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.

STAG INDUSTRIAL, INC.

By: /s/ Kathryn Arnone Kathryn Arnone

Executive Vice President, General Counsel

and Secretary

Dated: May 6, 2014