

Edgar Filing: PS BUSINESS PARKS INC/CA - Form 8-K

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 2.02. Results of Operations and Financial Conditions

On April 26, 2016, PS Business Parks reported its results of operations and financial condition for the quarter ended March 31, 2016. The full text of the press release is furnished as exhibit 99.1 to this Current Report on Form 8-K. The information in Item 2.02 and Exhibit 99.1 are being “furnished” in accordance with General Instruction B.2 of Form 8-K and 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 such information 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 a filing.

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

(a) The Company’s annual meeting of shareholders was held on April 26, 2016.

(b) The three matters considered for a vote are described in detail in the Company’s proxy statement for the 2016 Annual Meeting filed with the Securities and Exchange Commission on March 24, 2016. The final results for the votes for each proposal are set forth below.

1. The shareholders elected eight directors to the Board of Directors to hold office until the 2017 Annual Meeting or until their successors are duly qualified and elected. The votes for each nominee were as follows:

Name	Votes For	Withheld	Broker Non-Votes
Ronald L. Havner, Jr.	21,483,940	4,261,063	393,225
Joseph D. Russell, Jr.	25,675,214	69,789	393,225
Jennifer Holden Dunbar	25,600,384	144,619	393,225
James H. Kropp	25,497,250	247,753	393,225
Sara Grootwassink Lewis	25,423,202	321,801	393,225
Gary E. Pruitt	25,645,205	99,798	393,225
Robert S. Rollo	25,600,578	144,425	393,225
Peter Schultz	25,679,232	65,771	393,225

2. The shareholders ratified the appointment of Ernst & Young LLP as PS Business Parks’ independent registered public accounting firm for the fiscal year ending December 31, 2016 as follows:

Votes For	Votes Against	Abstain	Broker Non-Votes
26,071,463	60,873	5,892	-0-

3. The shareholders approved the advisory vote on executive compensation as follows:

Votes For	Votes Against	Abstain	Broker Non-Votes
19,275,009	6,459,170	10,822	393,227

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

Exhibit 99.1: Press release dated April 26, 2016.

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.

PS BUSINESS PARKS,
INC.

Date: April 26, 2016

By: /s/ Edward A. Stokx
Edward A. Stokx
Chief Financial Officer

INDEX TO EXHIBITS

Exhibit No.	Description
99.1	PS Business Parks, Inc. Earnings Press Release dated April 26, 2016.
