

UNIVERSAL HEALTH REALTY INCOME TRUST
Form 8-K
June 13, 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): June 13, 2018

UNIVERSAL HEALTH REALTY INCOME TRUST

(Exact name of Registrant as Specified in Its Charter)

Maryland
(State or Other Jurisdiction

1-9321

23-6858580
(IRS Employer

of Incorporation)

(Commission File Number) Identification No.)

Universal Corporate Center

367 South Gulph Road

King of Prussia, Pennsylvania
(Address of Principal Executive Offices)

19406
(Zip Code)

Registrant's Telephone Number, Including Area Code: (610) 265-0688

Not Applicable

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(Former Name or Former Address, if Changed Since Last Report)

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 Instructions 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 check mark if the registrant has elected not to 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.

On June 13, 2018, Universal Health Realty Income Trust (the “Trust”) held its 2018 Annual Meeting of Stockholders at the offices of the Trust, at the Universal Corporate Center, 367 South Gulph Road, King of Prussia, Pennsylvania.

At the Annual Meeting, the Trust’s stockholders: (i) voted to elect two Class II members of the Board of Trustees for three-year terms scheduled to expire at the Trust’s 2021 Annual Meeting of Stockholders; (ii) voted in favor of the nonbinding advisory vote on named executive officer compensation, and; (iii) voted to ratify the selection of KPMG LLP, as the Trust’s independent registered public accounting firm for the fiscal year ending December 31, 2018.

The final voting results were as follows:

Proposal No. 1: Election of Trustees:

| | Marc D. Miller | Gayle L. Capozzalo |
|---------------------|----------------|--------------------|
| Votes cast in favor | 8,135,326 | 9,025,015 |
| Votes withheld | 1,009,051 | 119,362 |
| Broker non-votes | 3,175,128 | 3,175,128 |

Proposal No. 2: The nonbinding advisory vote on named executive officer compensation:

| | |
|---------------------|-----------|
| Votes cast in favor | 6,074,403 |
| Votes cast against | 2,539,635 |
| Votes abstained | 530,338 |
| Broker non-votes | 3,175,128 |

Proposal No. 3: Ratification of the selection of KPMG, LLP, as the Trust’s independent registered public accounting firm for the fiscal year ending December 31, 2018:

Votes cast in favor 12,059,908

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Votes cast against 208,413

Votes abstained 51,184

Broker non-votes 0

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.

UNIVERSAL HEALTH REALTY INCOME
TRUST

Date: ~~By~~/ Charles F. Boyle
June
13,
2018

~~By~~ Charles F. Boyle
Vice President and Chief Financial Officer