

STRATUS PROPERTIES INC

Form 8-K

May 25, 2012

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 24, 2012

Stratus Properties Inc.

(Exact name of registrant as specified in its charter)

|   |   |  |
|---|---|--|
| Delaware<br>(State or other jurisdiction of<br>incorporation) | 0-19989<br><br>(Commission File Number) | 72-1211572<br><br>(I.R.S. Employer Identification<br>Number) |
|---|---|--|

|  |                         |
|--|-------------------------|
| 212 Lavaca St., Suite 300<br>Austin, Texas<br>(Address of principal executive offices) | 78701<br><br>(Zip Code) |
|--|-------------------------|

Registrant's telephone number, including area code: (512) 478-5788

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:

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))

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

Stratus Properties Inc. (the “Company”) held its 2012 annual meeting of stockholders on May 24, 2012, in Austin, Texas. At the annual meeting, the Company's stockholders (1) elected William H. Lenehan and James C. Leslie to serve as Class II directors of the Company for a three-year term and (2) ratified the appointment of BKM Sowan Horan, LLP as the Company's independent registered public accounting firm for the 2012 fiscal year.

Of the 8,095,042 shares of our common stock outstanding as of the record date, 7,442,778 shares were represented at the annual meeting. Our independent inspector of elections reported the vote of stockholders as follows:

Proposal 1: Election of two Class II directors.

| Name               | Votes For | Votes Withheld | Broker Non Votes |
|--------------------|-----------|----------------|------------------|
| William H. Lenehan | 2,805,968 | 417,077        | 4,219,733        |
| James C. Leslie    | 2,419,932 | 803,113        | 4,219,733        |

Proposal 2: Ratification of appointment of BKM Sowan Horan, LLP as independent registered public accounting firm.

| Votes For | Votes Against | Abstentions |
|-----------|---------------|-------------|
| 7,429,398 | 12,379        | 1,001       |

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

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Erin D. Pickens  
Senior Vice President and  
Chief Financial Officer  
(authorized signatory and  
Principal Financial Officer)  
Date: May 25, 2012