

GLADSTONE COMMERCIAL CORP  
Form 8-K  
May 04, 2012

**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 3, 2012

**Gladstone Commercial Corporation**

(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction  
of incorporation)

**001-33097**  
(Commission  
File Number)

**02-0681276**  
(IRS Employer  
Identification No.)

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1521 Westbranch Drive, Suite 200

McLean, Virginia  
(Address of principal executive offices)

Registrant's telephone number, including area code: (703) 287-5800

22102  
(Zip Code)

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**

On May 3, 2012, Gladstone Commercial Corporation (the Company) held its 2012 Annual Meeting of Stockholders (the Annual Meeting). The Company's stockholders voted and approved each of the proposals presented at the Annual Meeting, which are described in detail in the Company's Definitive Proxy Statement on Schedule 14A, which was filed with the Securities and Exchange Commission on March 23, 2012.

**Proposal 1:** The election of three directors to hold office until the 2015 Annual Meeting of Stockholders.

	<b>For</b>	<b>Withheld</b>	<b>Broker Non-Votes</b>
Terry Lee Brubaker	4,493,917	270,304	4,375,879
David A.R. Dullum	4,321,315	442,906	4,375,879
Jack Reilly	4,682,798	81,423	4,375,879

The following directors will continue to hold office until the 2013 Annual Meeting of Stockholders:

David Gladstone

Paul W. Adलगren

John H. Outland

The following directors will continue to hold office until the 2014 Annual Meeting of Stockholders:

Michela A. English

Anthony W. Parker

George Stelljes III

**Proposal 2:** To ratify the selection by the Audit Committee of the Company's board of directors of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for its fiscal year ending December 31, 2012.

<b>For</b>	<b>Against</b>	<b>Abstain</b>
9,057,147	70,869	12,084

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Gladstone Commercial Corporation  
(Registrant)

May 4, 2012

By:

/s/ Danielle Jones  
(Danielle Jones, Chief Financial Officer and Treasurer)