

KIMCO REALTY CORP
Form 8-K
May 08, 2014

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 6, 2014

KIMCO REALTY CORPORATION

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction
of incorporation)

1-10899
(Commission
File Number)

13-2744380
(IRS Employer
Identification No.)

3333 New Hyde Park Road
Suite 100
New Hyde Park, NY 11042

(Address of principal executive offices) (Zip Code)

Registrant's Telephone Number, Including Area Code (516) 869-9000

Not Applicable

(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 Instruction 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))

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

The annual meeting of the stockholders of Kimco Realty Corporation (the Company) was held on May 6, 2014. The Company previously filed with the Securities and Exchange Commission the 2014 proxy statement and related materials pertaining to this meeting. On the record date of March 7, 2014, there were 410,494,129 shares of the Company's common stock, par value \$0.01 per share (Common Stock) outstanding and eligible to vote.

Proposal 1: Election of Directors

Elected the following nine nominees to the Board of Directors to serve as directors until the next annual meeting of stockholders and until their respective successors are elected and qualify.

| Nominee | Votes For | Votes Withheld | Broker Non-Votes |
|---------------------|------------------|-----------------------|-------------------------|
| Milton Cooper | 345,013,441 | 3,815,611 | 21,495,837 |
| Philip E. Coviello | 346,239,078 | 2,589,974 | 21,495,837 |
| Richard G. Dooley | 311,399,430 | 37,429,622 | 21,495,837 |
| Joe Grills | 344,938,142 | 3,890,910 | 21,495,837 |
| David B. Henry | 345,926,230 | 2,902,822 | 21,495,837 |
| F. Patrick Hughes | 346,223,926 | 2,605,126 | 21,495,837 |
| Frank Lourenso | 344,952,643 | 3,876,409 | 21,495,837 |
| Colombe M. Nicholas | 346,302,749 | 2,526,303 | 21,495,837 |
| Richard B. Saltzman | 346,096,777 | 2,732,275 | 21,495,837 |

Proposal 2: Approval of an Amendment to the Company's Charter to Eliminate Supermajority Voting Requirements

Approved the amendment to the Company's charter to eliminate supermajority voting requirements as described in our 2014 proxy statement. There were 347,043,998 votes for the proposal; 1,265,729 votes against the proposal; 519,325 abstentions; and 21,495,837 broker non-votes.

Proposal 3: Approval of the Compensation of our Named Executive Officers

Approved, on an advisory basis, the compensation of the Company's named executive officers as described in the Compensation Discussion and Analysis and the accompanying tables in our 2014 proxy statement. There were 344,119,565 votes for the proposal; 3,146,548 votes against the proposal; 1,562,939 abstentions; and 21,495,837

broker non-votes.

Proposal 4: Ratification of the Appointment of PricewaterhouseCoopers LLP as the Company's Independent Registered Public Accounting Firm

Ratified the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year ended December 31, 2014. There were 368,564,276 votes for the appointment; 1,243,612 votes against the appointment; 517,001 abstentions; and no broker non-votes.

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.

KIMCO REALTY CORPORATION

Date: May 8, 2014

By:

/s/ Glenn G. Cohen

Name: Glenn G. Cohen

Title: Chief Financial Officer