

REGENCY CENTERS CORP  
Form 8-K  
May 05, 2014

**SECURITIES AND EXCHANGE COMMISSION**

**UNITED STATES**

**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 2, 2014**

**REGENCY CENTERS CORPORATION**

**(Exact name of registrant as specified in its charter)**

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

**001-12298**  
**(Commission**  
**File Number)**

**59-3191743**  
**(IRS Employer**  
**Identification No.)**

**One Independent Drive, Suite 114**  
**Jacksonville, Florida**

**32202**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number including area code: (904)-598-7000

**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:

- .. 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 2, 2014, the Company held an annual meeting of its shareholders to vote on the following proposals:

*Proposal One Election of Directors:* The board of directors nominated eleven nominees to stand for election at the 2014 meeting and each of the nominees were elected at the meeting. In accordance with the voting results listed below, the nominees were elected to serve until the 2015 annual meeting and until their successors are elected and qualified.

| <b>Nominee</b>        | <b>Votes For</b> | <b>Votes Withheld</b> | <b>Broker Non-Votes</b> |
|-----------------------|------------------|-----------------------|-------------------------|
| Martin E. Stein, Jr.  | 77,015,432       | 6,507,436             | 2,008,366               |
| Raymond L. Bank       | 82,493,276       | 1,029,592             | 2,008,366               |
| C. Ronald Blankenship | 82,687,604       | 835,264               | 2,008,366               |
| A. R. Carpenter       | 70,087,219       | 13,435,649            | 2,008,366               |
| J. Dix Druce          | 82,545,190       | 977,678               | 2,008,366               |
| Mary Lou Fiala        | 82,847,007       | 675,861               | 2,008,366               |
| Douglas S. Luke       | 82,561,318       | 961,550               | 2,008,366               |
| David P. O Connor     | 83,226,231       | 296,637               | 2,008,366               |
| John C. Schweitzer    | 82,473,860       | 1,049,008             | 2,008,366               |
| Brian M. Smith        | 82,695,295       | 827,573               | 2,008,366               |
| Thomas G. Wattles     | 82,688,109       | 834,759               | 2,008,366               |

*Proposal Two An Advisory Resolution on Executive Compensation for Fiscal Year 2013:* In accordance with the voting results listed below, the Company's executive compensation for fiscal year 2013 has been approved.

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker Non-Votes</b> |
|------------|----------------|----------------|-------------------------|
| 78,405,137 | 4,996,293      | 121,438        | 2,008,366               |

*Proposal Three Ratification of Independent Registered Public Accountant:* The board of directors selected the accounting firm of KPMG LLP to serve as the independent registered public accountants for the Company for the current fiscal year ending December 31, 2014. The board of directors directed that the appointment of the independent accountants be submitted for ratification by the shareholders at the annual meeting. The shareholders ratified the appointment of KPMG LLP as the Company's independent registered public accountants for the current fiscal year ending December 31, 2014 in accordance with the voting results listed below.

| <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------|----------------|----------------|
| 85,062,019 | 417,937        | 51,278         |

**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.

**REGENCY CENTERS CORPORATION**

(registrant)

May 5, 2014

By: /s/ J. Christian Leavitt  
J. Christian Leavitt, Senior Vice President  
and Treasurer (Principal Accounting  
Officer)