

Item 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

At the Company's annual meeting of stockholders on June 5, 2014, votes were taken for the proposals that follow below. The aggregate number of shares of Common Stock voted in person or by proxy for each of the proposals was as follows:

Proposal #1 - A vote was taken for the election of two Directors of the Company to hold office for a three-year term and until their successors shall have been duly elected.

| | BROKER | | |
|--------------------|------------|----------|------------|
| NOMINEE | FOR | WITHHELD | NON-VOTES |
| Richard A. Bianco | 21,653,708 | 746,724 | 11,622,531 |
| Kenneth M. Schmidt | 21,665,701 | 735,361 | 11,622,531 |

The terms of directors Jerry Y. Carnegie, Alessandra F.B. Halloran, and Theodore T. Horton, Jr. continued after the meeting.

Proposal #2 – A vote was taken to ratify the approval of the appointment of Marcum LLP as the Company's the Independent Registered Public Accounting Firm for the calendar year 2014.

| FOR | AGAINST | ABSTAIN |
|------------|---------|---------|
| 33,478,270 | 530,458 | 14,235 |

Proposal #3 – A vote was taken for the approval, on a non-binding advisory basis, of the compensation of the Company's Named Executive Officers, as such compensation is described under the "Compensation Discussion and Analysis" and "Executive Compensation" sections of the Company's 2014 Proxy Statement.

| | BROKER | | |
|------------|---------|-----------|------------|
| FOR | AGAINST | ABSTAIN | NON-VOTES |
| 19,863,727 | 988,476 | 1,548,229 | 11,622,531 |

The foregoing proposals are described more fully in the Company's definitive proxy statement, filed with the Securities and Exchange Commission on March 31, 2014, pursuant to Section 14(a) of the Securities Act of 1934, as amended, and the rules and regulations promulgated there under.

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.

AMBASE CORPORATION

By /s/ John Ferrara
John Ferrara
Vice President and Chief Financial Officer and Controller

AmBase Corporation
Date: June 9, 2014