

8-K 1 netr-8k_20170719.htm 8-K ANNUAL MEETING
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): July 19, 2017

NetREIT, Inc.

(Exact name of registrant as specified in its charter)

MARYLAND

(State of other jurisdiction
of incorporation)

000-53673

(Commission
File Number)

33-0841255

(I.R.S. Employer
Identification No.)

1282 Pacific Oaks Place
Escondido, California 92029

(Address of principal executive offices) (Zip Code)

(760) 471-8536

(Registrant's telephone number, including area 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 (see General Instructions 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On July 19, 2017, NetREIT, Inc. (the "Company") held its Recommended Annual Stockholder Meeting.

Of the 17,671,666.08 shares of common stock issued and outstanding and eligible to vote as of the record date of March 31 2017, a quorum of 9,227,862.74 shares, or 52.22% of the eligible shares, were present in person or represented by proxy at the Recommended Annual Meeting. The matters voted upon at the Recommended Annual Meeting and the results of such voting are set forth below, based on the information received on the day of the meeting from our vote tabulators, Mediant Communications, Inc.

- (1) Proposal 1: The eight (8) nominees for Directors were elected to serve one year terms to expire at the 2018 annual meeting of stockholders as follows:

***	FOR	WITHHELD
WILLIAM H. ALLEN	8,674,962.13	552,900.61
DAVID T. BRUEN	8,663,787.41	564,075.33
SHIRLEY Y. BULLARD	8,698,866.18	528,996.56
LARRY G. DUBOSE	8,688,427.78	539,434.96
KENNETH W. ELSBERRY	8,645,396.83	582,465.91
JACK K. HEILBRON	8,688,752.97	539,109.77
SUMNER J. ROLLINGS	8,651,213.54	576,649.20
THOMAS E. SCHWARTZ	8,640,038.49	587,824.25

There were no broker non-votes with respect to the election of the Company's directors.

- (2) Proposal 2: Ratification of the selection of Squar Milner LLP to serve as the Company's independent auditors for the fiscal year ending December 31, 2017. The voting results were 8,809,836.94 shares of common stock voting for, 204,071.60 shares of common stock voting against, and 213,954.20 shares of common stock abstaining, with no broker non-votes.
- (3) Proposal 3: To consider and vote upon, on an advisory basis, the compensation of our named executive officers as disclosed in the proxy statement pursuant to the compensation disclosure rules of the Securities and Exchange Commission. The voting results were 8,006,571.83 shares of common stock voting for, 806,748.27 shares of common stock voting against, and 414,542.64 shares of common stock abstaining, with 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.

Date: July 20, 2017

NetREIT, Inc.
By: /s/ Kathryn Richman
Kathryn Richman,
Secretary