

# Section 1: 8-K (FORM 8-K)

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 16, 2019

### SUMMIT HOTEL PROPERTIES, INC.

(Exact Name of Registrant as Specified in its Charter)

**Maryland**  
(State or Other Jurisdiction  
of Incorporation or Organization)

**001-35074**  
(Commission File Number)

**27-2962512**  
(I.R.S. Employer Identification No.)

**13215 Bee Cave Parkway, Suite B-300**  
**Austin, Texas 78738**  
(Address of Principal Executive Offices) (Zip Code)  
**(512) 538-2300**  
(Registrants' telephone number, including area code)

**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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value	INN	New York Stock Exchange
Series D Cumulative Redeemable Preferred Stock, \$0.01 par value	INN-PD	New York Stock Exchange
Series E Cumulative Redeemable Preferred Stock, \$0.01 par value	INN-PE	New York Stock Exchange

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 May 16, 2019, the Company held its Annual Meeting of Stockholders (the “Annual Meeting”). There were 98,609,448 shares of common stock of the Company represented in person or by proxy at the meeting, constituting 93.62% of the outstanding shares of common stock on March 15, 2019, the record date for the Annual Meeting.

The matters voted upon at the Annual Meeting and the final results of such voting are set forth below:

**Proposal 1: To elect six directors to the Company’s Board of Directors.**

<b>Name</b>	<b>For</b>	<b>Withheld</b>	<b>Broker Non-Votes</b>
Daniel P. Hansen	91,484,863	2,569,209	4,555,376
Bjorn R. L. Hanson	65,999,913	28,054,159	4,555,376
Jeffrey W. Jones	92,912,533	1,141,539	4,555,376
Kenneth J. Kay	92,860,468	1,193,604	4,555,376
Thomas W. Storey	66,594,264	27,459,808	4,555,376
Hope S. Taitz	66,475,820	27,578,252	4,555,376

All director nominees were duly elected at the Annual Meeting. Each of the individuals named in the above table will serve as director until the Company’s 2020 annual meeting of stockholders and until his or her successor is duly elected and qualified.

**Proposal 2: To ratify the appointment of Ernst & Young LLP.**

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
98,299,342	48,434	261,672	N/A

At the Annual Meeting, stockholders ratified the appointment of Ernst & Young LLP as the Company’s registered public accounting firm for the fiscal year ending December 31, 2019.

**Proposal 3: To approve, on an advisory (non-binding) basis, the compensation of the Company’s named executive officers.**

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
92,496,095	1,217,094	340,883	4,555,376

At the Annual Meeting, stockholders approved, on an advisory basis, the compensation of the Company’s named executive officers.

**SIGNATURE**

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 thereunto duly authorized.

**SUMMIT HOTEL PROPERTIES, INC.**

By: /s/ Christopher R. Eng \_\_\_\_\_  
Christopher R. Eng  
Executive Vice President, General Counsel,  
Chief Risk Officer and Secretary

Dated: May 17, 2019

---

[\(Back To Top\)](#)