

AMREP CORP.  
Form 8-K  
September 13, 2018

**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):** September 13, 2018

**AMREP CORPORATION**  
(Exact name of Registrant as specified in its charter)

|  |                          |                                   |
|--|--------------------------|-----------------------------------|
| <b>Oklahoma</b>                                | <b>1-4702</b>            | <b>59-0936128</b>                 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

**620 West Germantown Pike, Suite 175**  
**19462**  
**Plymouth Meeting, PA**  
(Address of principal executive offices) (Zip Code)

**Registrant's telephone number, including area code:** (610) 487-0905

**(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in 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.**

The 2018 Annual Meeting of Shareholders of AMREP Corporation (the “Company”) was held on September 13, 2018. At the meeting, shareholders holding an aggregate of 7,025,890 shares of common stock, par value \$.10, of the Company out of a total of 8,127,904 shares outstanding and entitled to vote, were present in person or represented by proxy.

At the meeting, Edward B. Cloues, II was elected as a director of the Company in Class I by the final votes set forth opposite his name, to hold office until the 2021 Annual Meeting of Shareholders and until his successor is elected and qualified:

|                      | Votes For | Votes Withheld | Broker Non-Votes |
|----------------------|-----------|----------------|------------------|
| Edward B. Cloues, II | 5,933,186 | 1,092,704      | 0                |

In addition, the following proposal was voted on and approved at the meeting:

| Proposal   | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|--|-----------|---------------|-------------|------------------|
| Advisory vote on the compensation paid to the Company’s named executive officers | 4,813,692 | 2,209,419     | 2,779       | 0                |

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.

**AMREP Corporation**

Date: September 13, 2018    By: /s/ Christopher V. Vitale  
Christopher V. Vitale  
President and Chief Executive Officer