

STARWOOD PROPERTY TRUST, INC.

Form 8-K

April 22, 2015

**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): **April 21, 2015**

**Starwood Property Trust, Inc.**

(Exact name of registrant as specified in its charter)

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

**001-34436**  
(Commission  
File Number)

**27-0247747**  
(IRS Employer  
Identification No.)

**591 West Putnam Avenue**

**Greenwich, CT**  
(Address of principal  
executive offices)

**06830**  
(Zip Code)

Registrant's telephone number,  
including area code:  
**(203) 422-7700**

## Edgar Filing: STARWOOD PROPERTY TRUST, INC. - Form 8-K

(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))
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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On April 21, 2015, Starwood Property Trust, Inc. (the Company) held its 2015 Annual Meeting of Stockholders (the Annual Meeting). At the Annual Meeting, the Company's stockholders: (i) elected the six persons listed below as directors of the Company, each to serve until the Company's 2016 Annual Meeting of Stockholders and until his or her successor is duly elected and qualified; (ii) approved, on an advisory basis, the Company's executive compensation as disclosed in the Company's proxy statement for the Annual Meeting; (iii) ratified the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the calendar year ending December 31, 2015; and (iv) did not approve the stockholder proposal regarding an independent chairman of the Board of Directors of the Company as disclosed in the Company's proxy statement for the Annual Meeting. Set forth below are the voting results for each of the proposals voted upon by the Company's stockholders:

*Proposal 1 Election of Directors*

Nominee	For	Withheld	Broker Non-Votes
Richard D. Bronson	173,011,423	1,031,406	34,202,602
Jeffrey G. Dishner	170,913,863	3,128,966	34,202,602
Camille J. Douglas	173,021,933	1,020,895	34,202,602
Solomon J. Kumin	173,114,074	928,755	34,202,602
Barry S. Sternlicht	163,038,343	11,004,486	34,202,602
Strauss Zelnick	169,163,038	4,879,791	34,202,602

*Proposal 2 Advisory Vote on Executive Compensation*

For	Against	Abstentions	Broker Non-Votes
169,764,234	3,287,694	990,881	34,202,621

*Proposal 3 Ratification of Appointment of Deloitte & Touche LLP as the Company's Independent Registered Public Accounting Firm for the Calendar Year Ending December 31, 2015*

For	Against	Abstentions	Broker Non-Votes
206,722,438	803,307	719,686	0

*Proposal 4 Approval of Stockholder Proposal Regarding an Independent Chairman of the Board of Directors of the Company*

For	Against	Abstentions	Broker Non-Votes
67,123,495	105,865,789	1,053,523	34,202,623

**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 hereunto duly authorized.

Dated: April 21, 2015

STARWOOD PROPERTY TRUST, INC.

By:	<i>/s/ Andrew J. Sossen</i>
Name:	Andrew J. Sossen
Title:	Chief Operating Officer and General Counsel