

UMH PROPERTIES, INC.
Form 8-K
June 13, 2014

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): June 12, 2014

UMH Properties, Inc.

(Exact name of registrant as specified in its charter)

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Maryland **001-12690** **22-1890929**

(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

Juniper Business Plaza, 3499 Route 9 North, Suite 3-C, Freehold, NJ 07728

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (732) 577-9997

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 (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))

Item 5.07

Submission of Matters to a Vote of Security Holders

The annual meeting of shareholders (the Meeting) of UMH Properties, Inc. (the Company) was held on June 12, 2014. There were 21,675,375 shares of common stock entitled to vote at the meeting and a total of 19,737,383 shares (91.05%) were represented in person or by proxy at the meeting. The proposals submitted to the vote of the shareholders and the results of the vote were as follows:

Proposal 1 For the election of Class II Directors, each to serve until the 2017 annual meeting of shareholders and until his successor is duly elected and qualifies:

| Director | For | Against | Broker Non-Votes |
|-------------------|------------|---------|------------------|
| Jeffrey A. Carus | 11,749,360 | 210,366 | 7,777,657 |
| Matthew I. Hirsch | 11,786,228 | 173,498 | 7,777,657 |
| Richard H. Molke | 11,559,458 | 400,268 | 7,777,657 |

Proposal 2 To ratify the appointment of PKF O Connor Davies as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2014:

| | No. of Votes |
|---------|--------------|
| For | 19,490,181 |
| Against | 102,937 |
| Abstain | 144,265 |

Proposal 3 To approve an advisory resolution to approve the compensation of the Company's named executive officers, as more particularly described in the Proxy Statement with respect to the Meeting:

| | No. of Votes |
|---------|--------------|
| For | 11,301,654 |
| Against | 480,911 |

| | |
|------------------|-----------|
| Abstain | 177,161 |
| Broker Non-Votes | 7,777,657 |

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.

UMH Properties, Inc.

Date: June 13, 2014

By: ____/s/ Anna T. Chew

Name:

Anna T. Chew

Title:

Vice President and

Chief Financial Officer

