

Great Ajax Corp.
Form 8-K
May 25, 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) — **May 22, 2018**

GREAT AJAX CORP.

(Exact name of registrant as specified in its charter)

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Maryland **001 36844** **47 1271842**
(State or other jurisdiction) (Commission File Number) (I.R.S. Employer of Incorporation
Identification No.)

9400 SW Beaverton—Hillsdale Hwy

Suite 131 **97005**

Beaverton, OR 97005
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(503) 505 5670**

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 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). ☒ x

Emerging growth company. ☒ x

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.

2018 Annual Meeting of Stockholders

On May 22, 2018, Great Ajax Corp. (the “Company”) held its 2018 Annual Meeting of Stockholders (the “Annual Meeting”). There were 17,093,749 shares of common stock of the Company represented in person or by proxy at the Annual Meeting, constituting approximately 88.54% of the outstanding shares of common stock on April 2, 2018, 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: Re-election of seven (7) Directors to serve until the 2019 annual meeting of stockholders.

Name	FOR	WITHHELD
Lawrence Mendelsohn	11,462,685	995,467
Russell Schaub	12,101,140	357,012
Steven L. Begleiter	10,918,890	1,539,262
John C. Condas	12,318,168	139,984
Paul Friedman	12,316,550	141,602
Jonathan Bradford Handley, Jr.	12,356,059	102,093
J. Kirk Ogren, Jr.	11,659,613	798,539

In addition, there were 4,635,597 broker non-votes associated with the re-election of the directors. All director nominees were duly re-elected at the Annual Meeting. Each of the individuals named in the above table will serve as director until the 2019 annual meeting of stockholders and until his successor is duly elected and qualified.

Proposal 2: The ratification of the appointment of Moss Adams LLP to serve as our registered independent public accounting firm for the year ending December 31, 2018.

FOR	AGAINST	ABSTAIN
16,894,405	188,439	10,905

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At the Annual Meeting, stockholders ratified the appointment of Moss Adams LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018.

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.

GREAT AJAX CORP.

By: /s/ Lawrence Mendelsohn
Name: Lawrence Mendelsohn
Title: Chief Executive Officer

Date: May 25, 2018