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Douglas Emmett Inc
Form 8-K
May 30, 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)
May 29, 2014

Douglas Emmett, Inc.
(Exact name of registrant as specified in its charter)

| | | |
|---|-------------------------------------|--|
| Maryland (State or other jurisdiction of incorporation) | 001-33106 Commission file number | 20-3073047 (I.R.S. Employer identification No.) |
|---|-------------------------------------|--|

| | |
|---|---------------------|
| 808 Wilshire Boulevard, Suite 200, Santa Monica, California (Address of principal executive offices) | 90401 (Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code: (310) 255-7700

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 voting results for the matters submitted to a vote of our stockholders at our Annual Meeting of Stockholders held on May 29, 2014, which were described in detail in our proxy statement filed with the Securities and Exchange Commission on April 16, 2014, are as follows:

1. Election of directors to serve until the 2015 Annual Meeting of Stockholders:

| | For | Withheld |
|-------------------------|-------------|------------|
| Dan A. Emmett | 125,626,573 | 5,899,689 |
| Jordan L. Kaplan | 129,610,952 | 1,915,310 |
| Kenneth M. Panzer | 119,050,424 | 12,475,838 |
| Christopher H. Anderson | 129,719,831 | 1,806,431 |
| Leslie E. Bider | 130,531,049 | 995,213 |
| David T. Feinberg | 123,466,505 | 8,059,757 |
| Thomas E. O'Hern | 129,450,505 | 2,076,179 |
| William E. Simon, Jr. | 130,385,370 | 1,140,892 |

2. Non-binding advisory vote approving 2013 executive compensation:

| For | Against | Abstained |
|-------------|------------|-----------|
| 111,145,147 | 20,342,811 | 38,303 |

3. Ratification of the appointment of Ernst & Young LLP as our independent registered public accounting firm for 2014:

| For | Against | Abstained |
|-------------|-----------|-----------|
| 134,653,195 | 2,257,355 | 41,534 |

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 thereunto duly authorized.

Dated: May 29, 2014

DOUGLAS EMMETT, INC.
 By: /s/ THEODORE E. GUTH
 Theodore E. Guth
 Chief Financial Officer