

GETTY REALTY CORP /MD/  
Form 8-K  
May 14, 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): May 12, 2015**

**Getty Realty Corp.**

**(Exact name of registrant as specified in charter)**

**Maryland**  
**(State of Organization)**

**001-13777**  
**(Commission**

**File Number)**

**11-3412575**  
**(IRS Employer**

**Identification No.)**

**Two Jericho Plaza, Suite 110**  
**Jericho, New York**  
**(Address of principal executive offices)**

**11753**  
**(Zip Code)**

**Registrant's Telephone Number, including area code: (516) 478-5400**

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))

**Item 5.07 - Submission of Matters to a Vote of Security Holders**

The 2015 Annual Meeting of Stockholders of the Company was held on May 12, 2015 (the Annual Meeting ). At the Annual Meeting, the stockholders voted on the following items:

**Proposal 1: Election of Directors**

Elected the following nominees to serve on the Board of Directors until the next annual meeting of stockholders and until their respective successors are elected and qualify:

	VOTES CAST			BROKER
	FOR	AGAINST	ABSTENTIONS	NON-VOTES
Milton Cooper	23,332,930	197,533	32,033	6,627,006
Philip E. Coviello	23,347,348	184,411	30,737	6,627,006
David B. Driscoll	23,253,807	170,985	137,704	6,627,006
Leo Liebowitz	22,854,818	675,885	31,793	6,627,006
Richard E. Montag	23,247,225	172,619	142,652	6,627,006
Howard Safenowitz	22,281,542	1,249,738	31,216	6,627,006

**Proposal 2: Advisory (Non-binding) Vote on Executive Compensation (Say-On-Pay)**

Approved, on an advisory basis (non-binding), the compensation of the Company's named executive officers as described in the Compensation Discussion and Analysis and the accompanying tables in the proxy statement ( Say on Pay ) for the Annual Meeting. There were 22,839,607 votes cast for the proposal, 534,338 votes cast against the proposal, 188,551 abstentions and 6,627,006 broker non-votes.

**Proposal 3: Ratification of the Appointment of PricewaterhouseCoopers LLP as the Company's Independent Registered Public Accounting Firm**

Ratified the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year ending December 31, 2015. There were 29,967,053 votes cast for the appointment, 203,576 votes cast against the appointment, 18,873 abstentions and no broker non-votes.

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.

GETTY REALTY CORP.

Date: May 14, 2015

By: /s/ Christopher J. Constant  
Christopher J. Constant  
Vice President, Chief Financial Officer and  
Treasurer