

EPR PROPERTIES
Form 8-K
May 16, 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 15, 2014

EPR Properties
(Exact name of registrant as specified in its charter)

| | | |
|--|--|---|
| Maryland (State or other jurisdiction of incorporation) | 001-13561 (Commission File Number) | 43-1790877 (I.R.S. Employer Identification No.) |
| 909 Walnut Street, Suite 200 Kansas City, Missouri 64106 (Address of principal executive office)(Zip Code) | | |
| (816) 472-1700 (Registrant's telephone number, including area code) | | |

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.

At the annual meeting of shareholders of EPR Properties (the "Company") held on May 15, 2014, the matters voted upon and the number of votes cast for, against or withheld, as well as the number of abstentions and broker non-votes as to such matters, were as stated below:

Proposal No. 1:

The following nominees for Class II trustees were elected to serve three-year terms expiring in 2017:

| | For | Withheld | Broker Non-Votes |
|-------------------|------------|----------|------------------|
| David M. Brain | 43,866,213 | 260,497 | 5,375,070 |
| Robert J. Druten | 43,777,367 | 349,343 | 5,375,070 |
| Robin P. Sterneck | 43,530,706 | 596,004 | 5,375,070 |

Proposal No. 2:

The shareholders approved the compensation of the Company's named executive officers as presented in the Company's proxy statement on a non-binding, advisory basis:

| | |
|-----------------|------------|
| For | 41,799,305 |
| Against | 2,218,599 |
| Abstain | 108,807 |
| Broker Non-Vote | 5,375,070 |

Proposal No. 3:

The shareholders approved the ratification of KPMG LLP as the independent registered public accounting firm for the Company for 2014:

| | |
|-----------------|------------|
| For | 43,061,706 |
| Against | 6,374,222 |
| Abstain | 65,852 |
| Broker Non-Vote | — |

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.

EPR PROPERTIES

By: /s/ Mark A. Peterson
Mark A. Peterson
Senior
Vice President, Treasurer and Chief Financial
Officer

Date: May 15, 2014