

MEDLEY MANAGEMENT INC.
Form 8-K
May 13, 2016

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 10, 2016

Medley Management Inc.

(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|--------------------------------------|
| Delaware | 001-36638 | 47-1130638 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

280 Park Avenue, 6th Floor East, New York, NY 10017

(Address of principal executive offices) (Zip Code)

(212) 759-0777

(Registrant's telephone number, including area code)

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:

- 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.

On May 10, 2016, Medley Management Inc. (the “Company”) held its annual meeting of stockholders. At the annual meeting, stockholders voted on the matters disclosed in the Company’s definitive Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on March 28, 2016. Following are the final voting results for the matters submitted to a vote of stockholders.

Proposal No. 1 - Election of Directors

At the annual meeting, the Company’s stockholders elected the persons listed below as directors for a one-year term expiring at the Company’s 2017 annual meeting or until their respective successors are duly elected and qualified:

| Nominee | Votes Cast For | Votes Withheld | Broker Non-Votes |
|----------------------|-----------------------|-----------------------|-------------------------|
| Brook Taube | 235,887,401 | 1,350,078 | 1,149,094 |
| Seth Taube | 235,887,201 | 1,350,278 | 1,149,094 |
| Jeffrey Tonkel | 236,075,245 | 1,162,234 | 1,149,094 |
| Jeffrey T. Leeds | 237,207,475 | 30,004 | 1,149,094 |
| Guy Rounsaville, Jr. | 237,195,222 | 42,257 | 1,149,094 |
| Philip K. Ryan | 237,208,175 | 29,304 | 1,149,094 |

Proposal No. 2 - Ratification of Independent Registered Public Accounting Firm

The Company’s stockholders ratified the appointment of RSM US LLP as the Company’s independent registered public accounting firm for 2016.

| Votes Cast For | Votes Cast Against | Abstentions | Broker Non-Votes |
|-----------------------|---------------------------|--------------------|-------------------------|
| 238,361,760 | 10,053 | 14,760 | — |

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.

MEDLEY MANAGEMENT INC.

By: /s/ Richard T. Allorto, Jr.
Name: Richard T. Allorto, Jr.
Title: Chief Financial Officer

Date: May 13, 2016