

Armada Hoffler Properties, Inc.  
Form 8-K  
December 21, 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): December 15, 2015**

**ARMADA HOFFLER PROPERTIES, INC.**

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

**Maryland**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-35908**  
**(Commission**  
  
**File Number)**

**46-1214914**  
**(IRS Employer**  
  
**Identification No.)**

**222 Central Park Avenue, Suite 2100**

**Virginia Beach, Virginia**  
**(Address of principal executive offices)**

**23462**  
**(Zip Code)**

**Registrant's telephone number, including area code: (757) 366-4000**

**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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On December 15, 2015, Admiral Joseph W. Prueher, an independent member of the Board of Directors (the Board ) of Armada Hoffler Properties, Inc. (the Company ), notified the Company of his decision not to stand for reelection to the Board when his current term expires at the Company s 2016 annual meeting of stockholders (the 2016 Annual Meeting ). Admiral Prueher s decision is not the result of any disagreement with the Company related to the Company s operations, policies or practices and is solely due to unavoidable scheduling conflicts. Admiral Prueher intends to continue to serve as a director and a member of the Audit Committee of the Board until the expiration of his term in connection with the election of directors at the 2016 Annual Meeting.

**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.

**ARMADA HOFFLER PROPERTIES, INC.**

Date: December 21, 2015

/s/ Eric L. Smith  
Eric L. Smith  
Chief Investment Officer and Secretary