

First Foundation Inc.
Form 8-K
August 29, 2018
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): August 28, 2018

FIRST FOUNDATION INC.

(Exact name of registrant as specified in its charter)

| | | |
|------------------------------|--------------|------------------------|
| Delaware | 001-36461 | 20-8639702 |
| (State or other jurisdiction | (Commission | (IRS Employer |
| of incorporation) | File Number) | Identification Number) |

18101 Von Karman Avenue, Suite 700

Irvine, California 92612

(Address of Principal Executive Offices) (Zip Code)

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(949) 202-4160

(Registrant's Telephone Number, Including Area Code)

N/A

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders

First Foundation Inc. (the “Company”) held its 2018 Annual Meeting of Stockholders on August 28, 2018 (the “Annual Meeting”). The Company’s stockholders voted on the proposals listed below, each of which was described in the Company’s proxy statement for the Annual Meeting.

Proposal No. 1 – Election of Directors

The Company’s stockholders elected the following ten individuals to serve as directors for the ensuing year and until their successors are elected and qualify to serve. There were no nominees other than those listed below. The voting results were as follows:

| Name | Votes | | Broker |
|-----------------------|------------|-----------|------------|
| | Votes For | Withheld | Non-Votes |
| James Brakke | 27,749,066 | 263,199 | 10,442,804 |
| Max Briggs | 27,828,039 | 184,226 | 10,442,804 |
| Martha Corbett | 27,899,240 | 113,025 | 10,442,804 |
| Warren Fix | 27,702,143 | 310,122 | 10,442,804 |
| John Hakopian | 27,723,643 | 288,622 | 10,442,804 |
| Scott F. Kavanaugh | 27,787,143 | 225,122 | 10,442,804 |
| Ulrich E. Keller, Jr. | 27,797,643 | 214,622 | 10,442,804 |
| David Lake | 27,759,704 | 252,561 | 10,442,804 |
| Mitchell M. Rosenberg | 26,662,733 | 1,349,532 | 10,442,804 |
| Jacob Sonenshine | 27,725,615 | 286,650 | 10,442,804 |

Proposal No. 2 – Ratification of Appointment of Independent Registered Public Accountants

The Company’s stockholders ratified the appointment of Vavrinek, Trine, Day & Co., LLP as the Company’s independent registered public accounting firm for fiscal year 2018. The voting results were as follows:

| Votes For | Votes | | Broker |
|------------|---------|---------|-----------|
| | Against | Abstain | Non-Votes |
| 37,982,799 | 135,647 | 336,623 | – |

Brokers were entitled to cast votes on this proposal without voting instructions from the beneficial owners of the shares. As a result, there were no broker non-votes with respect to this proposal.

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.

FIRST FOUNDATION INC.

Date: August 29, 2018 By: /s/ JOHN M. MICHEL
John M. Michel

Executive Vice President & Chief Financial Officer