

CubeSmart  
Form 8-K  
May 31, 2018  
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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 30, 2018

CUBESMART

CUBESMART L.P.

(Exact Name of Registrant as Specified in Its Charter)

|  |                          |                                   |
|--|--------------------------|-----------------------------------|
| Maryland (CubeSmart)                           | 001-32324                | 20-1024732                        |
| Delaware (CubeSmart, L.P.)                     |                          | 34-1837021                        |
|  | 000-54462                |                                   |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

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5 Old Lancaster Road

Malvern, Pennsylvania 19355

(Address of Principal Executive Offices)

(610) 535-5000

(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 (see General Instruction A.2. below):

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 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2).

Emerging Growth Company (CubeSmart)

Emerging Growth Company (CubeSmart, L.P.)

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.

CubeSmart

CubeSmart, L.P.

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Item 5.07 Submission of Matters to a Vote of Security Holders.

The 2018 Annual Meeting of shareholders of CubeSmart (the “Company”) was held on May 30, 2018. At the meeting, the Company’s shareholders voted on: (1) the election of eight trustees, (2) the ratification of the appointment of KPMG LLP as the Company’s independent registered public accounting firm for 2018, and (3) an advisory vote regarding the compensation of the Company’s named executive officers. The voting results on these proposals were as follows:

Proposal 1: Election of eight trustees.

|                     | Votes For   | Withheld  | Broker Non-Votes |
|---------------------|-------------|-----------|------------------|
| Piero Bussani       | 156,701,204 | 2,315,890 | 10,584,790       |
| Dorothy Dowling     | 157,879,737 | 1,137,357 | 10,584,790       |
| John W. Fain        | 155,128,550 | 3,888,544 | 10,584,790       |
| Marianne M. Keler   | 154,954,446 | 4,062,648 | 10,584,790       |
| Christopher P. Marr | 157,863,378 | 1,153,716 | 10,584,790       |
| John F. Remondi     | 157,397,598 | 1,619,496 | 10,584,790       |
| Jeffrey F. Rogatz   | 156,398,906 | 2,618,188 | 10,584,790       |
| Deborah R. Salzberg | 156,094,425 | 2,922,669 | 10,584,790       |

Proposal 2: Ratification of the appointment of KPMG LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2018.

| Votes For   | Votes Against | Abstentions |
|-------------|---------------|-------------|
| 166,084,903 | 3,495,587     | 21,393      |

Proposal 3: Advisory vote on the compensation of the Company’s named executive officers.

| Votes For   | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 149,241,511 | 9,507,163     | 268,416     | 10,584,794       |



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.

CUBESMART

Date: May 31, 2018 By: /s/ Jeffrey P.  
Foster  
Name: Jeffrey P.  
Foster  
Title: Senior Vice  
President,  
Chief Legal  
Officer &  
Secretary

CUBESMART, L.P.

By: CUBESMART,  
its general  
partner

Date: May 31, 2018 By: /s/ Jeffrey P.  
Foster  
Name: Jeffrey P.  
Foster  
Title: Senior Vice  
President,  
Chief Legal  
Officer &  
Secretary