

Colony Capital, Inc.  
Form 8-K  
May 11, 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): May 6, 2015**

**COLONY CAPITAL, INC.**

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

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

**001-34456**  
**(Commission**  
  
**File Number)**

**27-0419483**  
**(IRS Employer**  
  
**Identification No.)**

**2450 Broadway, 6th Floor**

**Santa Monica, CA**  
**(Address of principal executive offices)**

**90404**  
**(Zip Code)**

**Registrant's telephone number, including area code: (310) 282-8820**

**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))

**Item 5.07.Submission of Matters to a Vote of Security Holders.*****Results of 2015 Annual Meeting of Stockholders***

On May 6, 2015, Colony Capital, Inc. (the Company) held its 2015 Annual Meeting of Stockholders at which (i) directors were elected, (ii) the compensation paid to the Company's named executive officers was approved in an advisory vote, and (iii) the appointment of Ernst & Young LLP as independent registered public accounting firm for the Company was ratified. The proposals are described in detail in the Company's 2015 Proxy Statement. The final results for the votes regarding each proposal are set forth below.

***Election of Directors***

The following persons comprising the entire previous board of directors of the Company were duly elected as directors of the Company until the 2016 Annual Meeting of Stockholders or until their successors are duly elected and qualified: Thomas J. Barrack, Jr., Richard B. Saltzman, Nancy A. Curtin, George G. C. Parker, John A. Somers, and John L. Steffens. The table below sets forth the voting results for each director nominee:

<b>Nominee</b>	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Broker Non-Votes</b>
Thomas J. Barrack, Jr.	75,770,680	4,596,773	7,253,619
Richard B. Saltzman	80,210,544	156,909	7,253,619
Nancy A. Curtin	79,902,077	465,376	7,253,619
George G. C. Parker	78,099,166	2,268,287	7,253,619
John A. Somers	79,841,652	525,801	7,253,619
John L. Steffens	79,812,631	554,822	7,253,619

***Approval (on an advisory, non-binding basis) on Executive Compensation***

The Company's stockholders approved (on an advisory, non-binding basis) the compensation of the Company's named executive officers as described in the Compensation Discussion and Analysis and Executive Compensation Tables of the Company's 2015 Proxy Statement. The table below sets forth the voting results for this proposal:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
84,045,192	442,800	83,357	7,253,619

***Ratification of Appointment of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm for the Year Ending December 31, 2015***

The table below sets forth the voting results for this proposal:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
90,797,649	787,367	12,932	0

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 11, 2015

**COLONY CAPITAL, INC.**

By: /s/ Ronald M. Sanders

**Ronald M. Sanders**  
**Chief Legal Officer**