# **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): June 10, 2021

| GAMING & LEISURE PROPERTIES, INC. (Exact name of registrant as specified in its charter)  |  |  |   |  |  |  |  |  |
|---|--|--|---|--|--|--|--|--|
|   | Pennsylvania<br>(State or Other Jurisdiction of<br>Incorporation or Organization)                        | 001-36124<br>(Commission File Number)          | 46-2116489<br>(IRS Employer Identification No.) |  |  |  |  |  |
|   | 845 Berkshire Blvd., Suite 200 Wyomissing, PA 19610 (Address of principal executive offices)             |  |   |  |  |  |  |  |
|   | 610-401-2900 (Registrant's telephone number, including area code)  |  |   |  |  |  |  |  |
| 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  | o Rule 13e-4(c) under the Exchange Act (17 CFR | 240.13e-4(c))                                   |  |  |  |  |  |
| Secu  | rities registered pursuant to Section 12(b) of the   | Act:   |   |  |  |  |  |  |

Title of each class Trading Symbol(s) Name of each exchange on which registered Common Stock, par value \$.01 per share **GLPI** Nasdaq

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  $\Box$ 

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. 0

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

On June 10, 2021, Gaming and Leisure Properties, Inc. (the "Company") held its 2021 Annual Meeting of Shareholders (the "Annual Meeting"). A total of 233,069,940 shares of the Company's Common Stock were entitled to vote as of April 5, 2021, the record date for the Annual Meeting, of which 217,686,399 shares were present in person or by proxy at the Annual Meeting. The following is a summary of the final voting results for each matter presented to shareholders.

**PROPOSAL 1.** Election of directors to hold office until the 2022 Annual Meeting of Shareholders and until their respective successors have been duly elected and qualified.

| <u>Nominee</u>          | <u>For</u>  | <u>Against</u> | <b>Withheld</b> | <b>Broker Non-Votes</b> |
|-------------------------|-------------|----------------|-----------------|-------------------------|
| Peter M. Carlino        | 200,209,213 | 5,260,319      | 237,269         | 11,979,598              |
| Carol ("Lili") Lynton   | 201,677,085 | 3,936,420      | 93,296          | 11,979,598              |
| Joseph W. Marshall, III | 201,090,313 | 4,520,178      | 96,310          | 11,979,598              |
| James B. Perry          | 204,160,654 | 1,455,497      | 90,650          | 11,979,598              |
| Barry F. Schwartz       | 205,400,417 | 212,463        | 93,921          | 11,979,598              |
| Earl C. Shanks          | 205,416,751 | 193,016        | 97,034          | 11,979,598              |
| E. Scott Urdang         | 185,770,881 | 17,626,934     | 2,308,986       | 11,979,598              |

**PROPOSAL 2.** Ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the current fiscal year ending December 31, 2021.

| <u>For</u>  | <u>Against</u> | <u>Abstentions</u> |
|-------------|----------------|--------------------|
| 217,159,568 | 195,585        | 331,246            |

PROPOSAL 3. Approval of, on a non-binding advisory basis, the Company's executive compensation.

| <u>For</u>  | <u>Against</u> | <u>Abstentions</u> | <b>Broker Non-Votes</b> |
|-------------|----------------|--------------------|-------------------------|
| 179,183,610 | 26,323,369     | 199,822            | 11,979,598              |

Item 9.01. Exhibits.

#### Exhibit Number Description of Exhibit

104 The cover page from the Company's Current Report on Form 8-K, dated June 10, 2021, formatted in Inline XBRL.

### **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 thereunto duly authorized.

Dated: June 14, 2021 GAMING AND LEISURE PROPERTIES, INC.

By: <u>/s/ Brandon J. Moore</u>
Name: Brandon J. Moore

Title: Executive Vice President, General Counsel and Secretary