

American Assets Trust, Inc.
Form 8-K
June 13, 2013

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):
June 13, 2013

American Assets Trust, Inc.
(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction
of incorporation)
11455 El Camino Real, Suite 200
San Diego, California 92130
(Address of principal executive
offices)
(858) 350-2600

001-35030
(Commission
File No.)

27-3338708
(I.R.S. Employer
Identification No.)

92130
(Zip Code)

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:

- 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 to Security Holders

On June 13, 2013, American Assets Trust, Inc. (the “Company”) held its Annual Meeting of Stockholders, in which the stockholders voted on proposals as follows:

Proposal No. 1: The election of six directors, each to serve until the next annual meeting of stockholders in 2014 and until his successor is duly elected and qualified.

| Nominee | Votes For | Votes Withheld |
|---------------------|------------|----------------|
| Ernest S. Rady | 36,090,482 | 729,028 |
| John W. Chamberlain | 36,769,248 | 50,262 |
| Larry E. Finger | 36,528,059 | 291,451 |
| Duanne A. Nelles | 33,297,045 | 3,522,465 |
| Thomas S. Olinger | 36,675,746 | 143,764 |
| Robert S. Sullivan | 36,503,733 | 315,777 |

There were 598,225 broker non-votes in connection with Proposal No. 1.

Proposal No. 2: The ratification of the appointment Ernst & Young LLP as our independent registered public accounting firm for the year ending December 31, 2013.

| Votes For | Votes Against | Abstentions |
|------------|---------------|-------------|
| 37,292,448 | 122,846 | 2,441 |

There were no broker non-votes in connection with Proposal No. 2.

Proposal No. 3: An advisory resolution to approve the Company's executive compensation for the fiscal year ended December 31, 2012.

| Votes For | Votes Against | Abstentions |
|------------|---------------|-------------|
| 36,502,567 | 303,006 | 13,937 |

There were 598,225 broker non-votes in connection with Proposal No. 3.

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.

American Assets Trust, Inc.

By: /s/ ADAM WYLL

Adam Wyll

Senior Vice President, General Counsel and Secretary

June 13, 2013