

Extra Space Storage Inc.  
Form 8-K  
May 24, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**May 22, 2012**

(Date of Report (Date of Earliest Event Reported))

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**EXTRA SPACE STORAGE INC.**

(Exact Name of Registrant as Specified in Its Charter)

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**Maryland**  
(State or Other Jurisdiction  
of Incorporation)

**001-32269**  
(Commission File Number)

**20-1076777**  
(IRS Employer  
Identification Number)

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**2795 East Cottonwood Parkway, Suite 400**

**Salt Lake City, Utah 84121**

(Address of Principal Executive Offices)

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**(801) 365-4600**

(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 Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 5.07 Submission of Matters to a Vote of Security Holders**

The 2012 annual meeting of stockholders of Extra Space Storage Inc. (the Company) was held on May 22, 2012. Set forth below is a brief description of each matter voted on at the meeting and the final voting results.

**Proposal 1.** The election of seven members of the Company's board of directors for terms expiring at the 2013 annual meeting of stockholders and until their successors are duly elected and qualify.

|                    | Votes For  | Votes Withheld | Broker Non-Votes |
|--------------------|------------|----------------|------------------|
| Spencer F. Kirk    | 82,491,333 | 916,504        | 3,285,974        |
| Anthony Fanticola  | 83,349,618 | 58,219         | 3,285,974        |
| Hugh W. Horne      | 83,344,115 | 63,722         | 3,285,974        |
| Joseph D. Margolis | 83,357,155 | 50,682         | 3,285,974        |
| Roger B. Porter    | 82,495,859 | 911,978        | 3,285,974        |
| K. Fred Skousen    | 83,355,083 | 52,754         | 3,285,974        |
| Kenneth M. Woolley | 83,363,104 | 44,733         | 3,285,974        |

**Proposal 2.** The ratification of the Audit Committee's selection of Ernst & Young LLP as the Company's independent registered public accounting firm for 2012.

| Votes For  | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 86,228,175 | 457,365       | 8,270       |                  |

**Proposal 3.** The approval, on an advisory basis, of the compensation of the named executive officers, as disclosed in the Company's proxy statement.

| Votes For  | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 83,220,848 | 167,698       | 19,290      | 3,285,975        |

**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.

EXTRA SPACE STORAGE INC.

Date: May 24, 2012

By

/s/ Charles L. Allen

Name:

Charles L. Allen

Title:

Executive Vice President and Chief Legal  
Officer