

**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**

**May 27, 2021  
Date of Report (Date of Earliest Event Reported)**

**LIFE STORAGE, INC.  
LIFE STORAGE LP**  
(Exact Name of Registrant as Specified in Its Charter)

**Maryland**  
(Life Storage, Inc.)

1-13820

16-1194043

**Delaware**  
(Life Storage LP)  
(State or Other Jurisdiction  
Of Incorporation)

0-24071  
(Commission  
File Number)

16-1481551  
(I.R.S. Employer  
Identification Number)

6467 Main Street  
Williamsville, New York 14221  
(Address of Principal Executive Offices)

(716) 633-1850  
(Registrants' 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 registrants under any of the following provisions (*see* General Instruction A.2. below):

- Written Communication 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))

Securities registered pursuant to Section 12(b) of the Act:

Life Storage, Inc.:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$.01 par value	LSI	New York Stock Exchange

Life Storage LP:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
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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).

Life Storage, Inc.:

Emerging growth company

Life Storage LP:

Emerging growth company

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.

Life Storage, Inc.

Life Storage LP

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

The 2021 Annual Meeting of Shareholders of Life Storage, Inc. (the “Company”) was held on May 27, 2021. Proxies were solicited pursuant to the Company’s proxy statement filed on April 15, 2021 with the Securities and Exchange Commission under Section 14(a) of the Securities Exchange Act of 1934. There was no solicitation in opposition to the Company’s solicitation. As of the record date of March 30, 2021, there were 76,423,796 shares of the Company’s common stock issued and outstanding. 71,525,755 shares were represented in person or by proxy at the meeting, or 93.59% of the total shares issued and outstanding. 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 eight directors of the Company to hold office until the next Annual Meeting of Shareholders and until their successors are elected and qualified. In accordance with the results below, each nominee as listed in the proxy statement was elected to serve as a director.

	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Broker Non-Votes</b>
Mark G. Barberio	67,212,535	1,136,018	3,177,202
Joseph V. Saffire	67,962,156	386,397	3,177,202
Stephen R. Rusmiser	66,514,797	1,833,756	3,177,202
Arthur L. Havener, Jr.	66,975,043	1,373,510	3,177,202
Dana Hamilton	67,352,079	996,474	3,177,202
Edward J. Pettinella	64,362,613	3,985,940	3,177,202
David L. Rogers	67,947,744	400,809	3,177,202
Susan Harnett	67,816,672	531,881	3,177,202

**Proposal 2.** The ratification of the appointment by the Board of Directors of Ernst & Young LLP as the independent registered public accounting firm for the Company for the fiscal year ending December 31, 2021. In accordance with the results below, the appointment of Ernst & Young LLP was ratified and approved.

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
68,330,617	3,135,531	59,607	0

**Proposal 3.** Proposal to amend the Company’s charter to increase the authorized common shares from 100,000,000 to 200,000,000. In accordance with the results below, the charter amendment was approved.

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
69,331,148	2,044,724	149,883	0

The amendment to the charter of the Company is filed as Exhibit 3.1 to this Form8-K.

**Proposal 4.** Proposal to approve (on a non-binding basis) the compensation of the Company's executive officers. In accordance with the results below, the compensation was approved (on a non-binding basis).

Votes For	Votes Against	Abstentions	Broker Non -Votes
64,252,460	3,949,343	146,750	3,177,202

**Item 9.01. Financial Statements and Exhibits.**

(d) The following exhibits are filed herewith:

<u>Exhibit No.</u>	<u>Description</u>
3.1	<a href="#">Articles of Amendment.</a>
104	CoverPage Interactive Data File (formatted as inline XBRL and contained in Exhibit 101).

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrants have duly caused this Report to be signed on their behalf by the undersigned, thereunto duly authorized.

Date: June 1, 2021

**LIFE STORAGE, INC.**

By /s/Andrew J. Gregoire  
Name: Andrew J. Gregoire  
Title: Chief Financial Officer

Date: June 1, 2021

**LIFE STORAGE LP**

By: LIFE STORAGE HOLDINGS, INC., as General Partner

By /s/Andrew J. Gregoire  
Name: Andrew J. Gregoire  
Title: Chief Financial Officer

**LIFE STORAGE, INC.**  
**ARTICLES OF AMENDMENT**

Life Storage, Inc., a Maryland corporation (the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

**FIRST:** The charter of the Corporation (the "Charter") is hereby amended by deleting Section 7.1 in its entirety and adding a new Section 7.1 to read as follows:

Section 7.1 Authorized Capital Stock. The total number of shares of capital stock which the Corporation has authority to issue (the "Shares") is 210 million (210,000,000) shares, consisting of (i) ten million (10,000,000) shares of preferred stock, par value \$.01 per share ("Preferred Shares") and (ii) two hundred million (200,000,000) shares of common stock, par value \$.01 per share ("Common Shares"). The Common Shares and Preferred Shares are collectively referred to herein as the "Equity Shares." The aggregate par value of all classes of stock the Corporation shall have authority to issue is \$2,100,000.

**SECOND:** The amendment to the Charter as set forth above has been duly advised by the Board of Directors and approved by the stockholders of the Corporation as required by the Maryland General Corporation Law (the "MGCL").

**THIRD:** The total number of shares of stock which the Corporation had authority to issue immediately prior to the foregoing amendment of the Charter was 110,000,000 shares of stock, consisting 100,000,000 shares of common stock, \$0.01 par value per share ("Common Stock"), and 10,000,000 shares of preferred stock, par value \$0.01 per share ("Preferred Stock"), of which 250,000 shares were classified as Series A Junior Participating Cumulative Preferred Stock, par value \$0.01 per share (the "Series A Preferred Stock"). The aggregate par value of all shares of stock having par value was \$1,100,000.

**FOURTH:** The total number of shares of stock which the Corporation has authority to issue pursuant to the foregoing amendment of the Charter is 210,000,000 shares of stock, consisting of 200,000,000 shares of Common Stock, and 10,000,000 shares of Preferred Stock, of which 250,000 shares were classified as Series A Preferred Stock. The aggregate par value of all shares of stock having par value is \$2,100,000.

**FIFTH:** The information required by Section 2-607(b)(2)(i) of MGCL is not changed by the foregoing amendment of the Charter.

**SIXTH:** The undersigned officer acknowledges these Articles of Amendment to be the corporate act of the Corporation and, as to all matters or facts required to be verified under oath, the undersigned acknowledges that, to the best of such officer's knowledge, information

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and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

*-Signature page follows-*

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IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed in its name and on its behalf by its Chief Executive Officer and attested to by its Chief Financial Officer on this 27th day of May, 2021.

ATTEST:

LIFE STORAGE, INC.

By: /s/Andrew J. Gregoire  
Name: Andrew J. Gregoire  
Title: Chief Financial Officer

By: /s/Joseph V. Saffire  
Name: Joseph V. Saffire  
Title: Chief Executive Officer