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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**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 25, 2021



**ARES COMMERCIAL REAL ESTATE CORPORATION**

(Exact Name of Registrant as Specified in Charter)

<b>Maryland</b>	<b>001-35517</b>	<b>45-3148087</b>
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

**245 Park Avenue, 42nd Floor, New York, NY 10167**  
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code **(212) 750-7300**

(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))

Securities 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, \$0.01 par value per share	ACRE	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in 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 ☐

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. ☐

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

On May 25, 2021, Ares Commercial Real Estate Corporation (the “Company”) held its 2021 Annual Meeting of Stockholders (the “Annual Meeting”). A quorum was present at the Annual Meeting and the Company’s stockholders: (i) elected the three Class III directors named below; (ii) ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2021; and (iii) approved on a non-binding, advisory basis, the compensation of the Company’s named executive officers. The final voting results from the Annual Meeting were as follows:

(1) A proposal to elect three Class III directors to serve until the Company’s 2024 annual meeting of stockholders, and until their successors have been duly elected and qualify.

	<b>VOTES FOR</b>	<b>VOTES WITHHELD</b>	<b>BROKER NON-VOTES</b>
Rand S. April	14,688,145	6,963,226	11,079,842
Michael J Arougheti	15,315,085	6,336,286	11,079,842
James E. Skinner	21,115,492	535,879	11,079,842

(2) A proposal to ratify the selection of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2021.

<b>VOTES FOR</b>	<b>VOTES WITHHELD</b>	<b>VOTES ABSTAINED</b>
32,279,368	351,470	100,375

(3) A proposal for the non-binding, advisory vote to approve the compensation of the Company’s named executive officers.

<b>VOTES FOR</b>	<b>VOTES WITHHELD</b>	<b>VOTES ABSTAINED</b>	<b>BROKER NON-VOTES</b>
19,005,823	2,476,474	169,074	11,079,842

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## **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.

### **ARES COMMERCIAL REAL ESTATE CORPORATION**

Date: May 27, 2021

By: /s/ Anton Feingold

Name: Anton Feingold

Title: General Counsel, Vice President and Secretary