



Exchange Act. "

---

---

Item 8.01. Other Events.

On March 8, 2019, Investors Real Estate Trust (“IRET” or the “Company”) issued a press release announcing that IRET will hold its 2019 Annual Meeting of Shareholders on Thursday, June 13, 2019 at 9:00 a.m. Central Daylight Time at the Company’s office located at 800 LaSalle Avenue, Suite 1600, Minneapolis, MN 55402. A copy of the press release is filed as an exhibit to this Form 8-K.

IRET has decided to retain April 9, 2019 as the deadline for the receipt of shareholder proposals submitted pursuant to Rule 14a-8 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), for inclusion in IRET’s proxy materials for the 2019 Annual Meeting. To be considered for inclusion, such proposals must be received in writing by IRET before the close of business on April 9, 2019.

Proposals must also comply with the applicable requirements of Rule 14a-8 of the Exchange Act regarding the inclusion of shareholder proposals in Company-sponsored proxy materials and other applicable laws. The deadline of April 9, 2019 will also apply in determining whether notice of a shareholder proposal is timely for purposes of exercising discretionary voting authority with respect to proxies under Rule 14a-4(c)(1) of the Exchange Act.

Additionally, for a shareholder who wishes to submit a shareholder proposal or to nominate a trustee outside of the Company’s proxy materials for the 2019 Annual Meeting, it must provide timely notice in accordance with the advance notice provisions of the Fifth Restated Trustees’ Regulations (the “Bylaws”). The Bylaws provide that the Secretary of the Company must receive written notice at the principal executive offices of the Company by the close of business on March 18, 2019, which is no later than the 10<sup>th</sup> day following the first public announcement of the meeting date. The shareholder must otherwise comply with the requirements set forth in the Bylaws.

Any shareholder proposal for inclusion in IRET’s proxy materials, notice of proposed business to be brought before the 2019 Annual Meeting, or trustee nomination should be sent by registered mail, return receipt requested, to IRET’s Secretary at IRET’s principal executive offices located at 1400 3<sup>rd</sup> Avenue SW, Suite 60, Minot, ND 58701.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit

Number Description

99.1 Press Release of IRET, dated March 8, 2019, announcing the date of the 2019 Annual Meeting of Shareholders.

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 hereunto duly authorized.

INVESTORS REAL ESTATE TRUST

By:/s/ Mark O. Decker, Jr.

Date: March 8, 2019 Mark O. Decker, Jr.  
President & Chief Executive Officer