

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): May 13, 2010

PARKWAY PROPERTIES, INC.
(Exact Name of Registrant as Specified in its Charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

1-11533
(Commission File Number)

74-2123597
(IRS Employer
Identification No.)

One Jackson Place, Suite 1000, 188 East Capitol Street, Jackson, MS 39225-4647
(Address of Principal Executive Offices, including zip code)

(601) 948-4091
(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 (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))

Item 5.07 Submission of Matters to a Vote of Security Holders

At the Annual Meeting of Stockholders held on May 13, 2010, the stockholders (i) elected the nine director nominees, (ii) ratified the adoption of the Parkway Properties, Inc. 2010 Omnibus Equity Incentive Plan, as amended, and (iii) ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for the 2010 fiscal year.

The results of the voting for the nine director nominees were as follows:

| Name | Affirmative | Withheld | Broker Non-Votes |
|--------------------|-------------|-----------|------------------|
| Charles T. Cannada | 17,770,539 | 315,739 | 1,339,424 |
| Laurie L. Dotter | 17,765,516 | 320,762 | 1,339,424 |
| Daniel P. Friedman | 10,223,731 | 7,862,547 | 1,339,424 |
| Michael J. Lipsey | 17,772,056 | 314,222 | 1,339,424 |
| Brenda J. Mixson | 16,879,409 | 1,206,869 | 1,339,424 |
| Steven G. Rogers | 17,755,259 | 331,019 | 1,339,424 |
| Leland R. Speed | 17,710,213 | 376,065 | 1,339,424 |
| Troy A. Stovall | 9,133,012 | 8,953,266 | 1,339,424 |
| Lenore M. Sullivan | 9,514,548 | 8,571,730 | 1,339,424 |

The results of the voting for the ratification and adoption of the Parkway Properties, Inc. 2010 Omnibus Equity Incentive Plan, as amended, were as follows:

| Affirmative | Negative | Abstentions | Broker Non-Votes |
|-------------|----------|-------------|------------------|
| 17,085,872 | 979,440 | 20,966 | 1,339,424 |

A copy of the amended and restated Parkway Properties, Inc. 2010 Omnibus Equity Incentive Plan is filed as Exhibit 10.1 hereto.

The results of the voting for the ratification of KPMG LLP as the Company's independent registered public accounting firm for the 2010 fiscal year were as follows:

| Affirmative | Negative | Abstentions | Broker Non-Votes |
|-------------|-----------|-------------|------------------|
| 18,208,911 | 1,212,997 | 3,793 | - |

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

10.1 Parkway Properties, Inc. 2010 Omnibus Equity Incentive Plan, as amended and restated as of May 13, 2010.

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.

Date: May 17, 2010

PARKWAY PROPERTIES, INC.

By: /s/ Mandy M. Pope
Mandy M. Pope
Executive Vice President and Chief
Accounting Officer