

ATLANTIC POWER CORP
Form 8-K
August 02, 2011

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): **June 24, 2011**

ATLANTIC POWER CORPORATION

(Exact name of registrant as specified in its charter)

British Columbia, Canada
(State or other jurisdiction of
incorporation or organization)

001-34691
(Commission File
Number)

55-0886410
(I.R.S. Employer
Identification No.)

200 Clarendon Street, Floor 25
Boston, MA
(Address of principal executive offices)

02116
(Zip code)

(617) 977-2400

(Registrant's telephone number, including area code)

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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:

- 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 by Security Holders.

Atlantic Power Corporation (the Corporation) held its 2011 annual meeting of shareholders on June 24, 2011. At the annual meeting, the shareholders of the Corporation voted on the following proposals, casting their votes as described below:

- Proposal to set the number of directors of the Corporation at six:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 36,678,522 | 783,864 | 0 | 3 |

- Proposal to elect to the board of directors each of the nominees listed below:

| Nominee | Votes For | Votes Withheld | Abstentions | Broker Non-Votes |
|------------------|------------|----------------|-------------|------------------|
| Irving Gerstein | 16,948,810 | 503,790 | 0 | 20,009,789 |
| Kenneth Hartwick | 17,096,485 | 356,113 | 0 | 20,009,791 |
| John McNeil | 17,080,823 | 371,777 | 0 | 20,009,789 |
| R. Foster Duncan | 17,044,950 | 407,650 | 0 | 20,009,789 |
| Holli Nichols | 17,044,074 | 408,525 | 0 | 20,009,790 |
| Barry Welch | 17,155,642 | 296,957 | 0 | 20,009,790 |

- Proposal to appoint KPMG LLP as auditors of the Corporation and to authorize the board of directors to fix the auditor's remuneration:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 37,005,303 | 456,785 | 300 | 1 |

- Non-binding, advisory vote on the approval of named executive compensation:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 15,963,185 | 1,488,613 | 801 | 20,009,790 |

- Non-binding, advisory vote on holding the advisory vote on named executive compensation for a frequency of one (1) year:

| Votes For | Votes Against | Abstain | Broker Non-Votes |
|------------|---------------|---------|------------------|
| 15,847,809 | 1,604,786 | 0 | 20,009,794 |

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.

Atlantic Power Corporation

Dated: August 2, 2011

By:

/S/ Barry E. Welch

Name: Barry E. Welch

Title: *President and Chief Executive Officer*