

ACORN ENERGY, INC.  
Form 8-K  
September 29, 2014

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) September 23, 2014**

**ACORN ENERGY, INC.**

**(Exact name of Registrant as Specified in its Charter)**

|   |                          |                                      |
|---|--------------------------|--------------------------------------|
| <u>Delaware</u>                                   | <u>0-19771</u>           | <u>22-2786081</u>                    |
| (State or Other Jurisdiction<br>of Incorporation) | (Commission file Number) | (IRS Employer<br>Identification No.) |

|  |              |
|--|--------------|
| <u>3903 Centerville Road, Wilmington, Delaware</u> | <u>19807</u> |
| (Address of Principal Executive Offices)           | (Zip Code)   |

Registrant's telephone number, including area code (302) 656-1707

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-2 under the Exchange Act (17 CFR 240.14a-2)

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**

The Annual Meeting of Stockholders of Acorn Energy, Inc. was held September 23, 2014. Set forth below are the voting results with respect to each of the proposals presented at the Annual Meeting:

*Proposal 1* – The stockholders elected, by a plurality of the votes cast, all six nominees to the Board of Directors to serve until the Annual Meeting of Stockholders in 2015 and until their successors are duly elected and qualified.

| <b>Name of Nominee</b> | <b>Total Votes For</b> | <b>Total Votes Withheld</b> | <b>Broker Non-Votes</b> |
|------------------------|------------------------|-----------------------------|-------------------------|
| John A. Moore          | 4,122,073              | 896,471                     | 14,095,123              |
| Christopher E. Clouser | 3,861,951              | 1,156,593                   | 14,095,123              |
| Mannie L. Jackson      | 3,848,151              | 1,170,393                   | 14,095,123              |
| Robert E. McKee, III   | 3,862,551              | 1,115,993                   | 14,095,123              |
| Andrew H. Sassine      | 4,135,073              | 883,471                     | 14,095,123              |
| Samuel M. Zentman      | 3,847,151              | 1,171,393                   | 14,095,123              |

*Proposal 2* – The stockholders ratified by the affirmative vote of a majority of the votes cast on the proposal, the appointment by the Audit Committee of Friedman LLP as the independent registered public accounting firm for the year ending December 31, 2014.

| <b>Total Votes For</b> | <b>Total Votes Against</b> | <b>Total Abstained</b> | <b>Broker Non-Votes</b> |
|------------------------|----------------------------|------------------------|-------------------------|
| 18,929,277             | 138,640                    | 45,750                 | 0                       |

*Proposal 3* – The stockholders approved, in a non-binding advisory vote, the compensation of the Company’s named executive officers.

| <b>Total Votes For</b> | <b>Total Votes Against</b> | <b>Total Abstained</b> | <b>Broker Non-Votes</b> |
|------------------------|----------------------------|------------------------|-------------------------|
| 3,023,352              | 1,906,993                  | 88,199                 | 14,095,123              |



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 on this 29th day of September, 2014.

ACORN ENERGY, INC.

By: /s/ Michael Barth

Name: Michael Barth

Title: Chief Financial Officer