

ADA-ES INC
Form 8-K
June 17, 2010

U.S. 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 16, 2010

ADA-ES, INC.

(Name of registrant as specified in its charter)

Colorado
(State or other jurisdiction

of incorporation)

000-50216
(Commission

File Number)

84-1457385
(I.R.S. Employer

Identification Number)

8100 SouthPark Way, Unit B, Littleton, Colorado

80120

Edgar Filing: ADA-ES INC - Form 8-K

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (303)734-1727

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:

- .. 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.

ADA-ES, Inc. (ADA-ES) held its 2010 Annual Meeting of Shareholders (the Annual Meeting) on June 16, 2010. At the Annual Meeting, stockholders considered and voted upon three proposals. The proposals, number of votes cast for, against or withheld, as well as the number of abstentions and broker non-votes as to each such matter are set forth below.

On April 30, 2010, the record date for the Annual Meeting, 7,410,976 shares of ADA-ES s common stock were issued and outstanding.

- (1) *Proposal:* Elect nine directors of ADA-ES.

Votes

| Director Name | For | Against | Broker Non-Votes |
|--------------------|-----------|---------|------------------|
| Robert N. Caruso | 2,225,728 | 260,293 | 3,646,408 |
| Michael D. Durham | 2,228,921 | 257,100 | 3,646,408 |
| John W. Eaves | 2,229,091 | 256,930 | 3,646,408 |
| Derek C. Johnson | 2,226,291 | 259,730 | 3,646,408 |
| Ronald B. Johnson | 2,227,021 | 259,000 | 3,646,408 |
| W. Phillip Marcum | 2,229,321 | 256,700 | 3,646,408 |
| Mark H. McKinnies | 2,253,043 | 232,978 | 3,646,408 |
| Jeffrey C. Smith | 2,255,513 | 230,508 | 3,646,408 |
| Richard J. Swanson | 2,226,421 | 259,600 | 3,646,408 |

- (2) *Proposal:* Ratify the Audit Committee s selection of Erhardt, Keefe, Steiner & Hottman PC as ADA-ES s independent registered public accounting firm for the fiscal year ending December 31, 2010.

Votes

| For | Against | Abstain | Broker Non-Votes |
|-----------|---------|---------|------------------|
| 6,016,328 | 26,363 | 89,738 | 0 |

- (3) *Proposal:* Approve the Stock Issuance Plan for the issuance of shares of ADA-ES s common stock in excess of 20% of the amount of ADA-ES s outstanding shares of common stock and not more than 3.5 million shares, including shares of common stock potentially underlying preferred stock, options and/or warrants, in connection with raising capital for implementing our growth plans and general working capital purposes.

Votes

| For | Against | Abstain | Broker Non-Votes |
|-----------|---------|---------|------------------|
| 2,174,234 | 221,515 | 90,272 | 3,646,408 |

Results: For Proposal (1), all director nominees were elected to the Board. For Proposals (2) and (3), both matters passed.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 17, 2010

ADA-ES, Inc.

Registrant

/s/ MARK H. MCKINNIES
Mark H. McKinnies
Chief Financial Officer