

FUELCELL ENERGY INC
Form 8-K
April 01, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): March 28, 2013

FUELCELL ENERGY, INC.
(Exact Name of Registrant as Specified in Charter)

| | | |
|---|--|--|
| Delaware (State or Other Jurisdiction of Incorporation) | 1-14204 (Commission File Number) | 06-0853042 (IRS Employer Identification No.) |
| 3 Great Pasture Road, Danbury, Connecticut (Address of Principal Executive Offices) | | 06813 (Zip Code) |
| Registrant's telephone number, including area code: (203) 825-6000 Not Applicable (Former Name or Former Address, if Changed Since Last Report) | | |

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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 of Security Holders.

There were two (2) matters submitted to a vote of securities holders at the FuelCell Energy, Inc. (the "Company") Annual Shareholders' Meeting, which was held on March 28, 2013. Following are the two (2) proposals:

(1) To elect seven (7) directors to serve for the ensuing year and until their successors are duly elected and qualified.

The results of the voting were as follows:

| NAME OF DIRECTOR | VOTES FOR | VOTES WITHHELD |
|-----------------------|--------------|-------------------|
| Arthur A. Bottone | 77,384,073 | 1,284,439 |
| Richard A. Bromley | 71,670,894 | 6,997,618 |
| James Herbert England | 71,414,440 | 7,254,072 |
| James D. Gerson | 77,056,744 | 1,611,768 |
| William A. Lawson | 71,390,828 | 7,277,684 |
| John A. Rolls | 77,075,911 | 1,592,601 |
| Togo Dennis West, Jr. | 71,592,335 | 7,076,177 |

BROKER NON-VOTES: 72,781,729

(2) To ratify the selection of KPMG LLP as the independent registered public accounting firm for fiscal year 2013.

The results of the voting were as follows:

VOTES FOR: 148,565,981

VOTES AGAINST: 1,393,319

ABSTAINED: 1,490,941

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.

FUELCELL ENERGY, INC.

Date: April 1, 2013

By: /s/ Michael S. Bishop
Michael S. Bishop
Senior Vice President, Chief Financial Officer,
Corporate Secretary and Treasurer