

AQUA AMERICA INC
Form 8-K
May 12, 2015

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 8, 2015

Aqua America, Inc.

(Exact name of registrant as specified in its charter)

Pennsylvania
(State or other jurisdiction

of incorporation)

001-06659
(Commission

File Number)

23-1702594
(I.R.S. Employer

Identification No.)

762 West Lancaster Avenue,

Bryn Mawr, Pennsylvania
(Address of principal executive offices)

19010-3489
(Zip Code)

Registrant's telephone number, including area code: 610-527-8000

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

The 2015 Annual Meeting of Shareholders of Aqua America, Inc. (the Company) was held on May 8, 2015 at the Drexelbrook Banquet Facility & Corporate Events Center, 4700 Drexelbrook Drive, Drexel Hill, Pennsylvania 19026, pursuant to the Notice sent, beginning on March 25, 2015, to all shareholders of record at the close of business on March 9, 2015. At the annual meeting:

1. The following nominees were elected as directors of Aqua America, Inc. to serve for one-year terms and until their successors are elected and qualified. The votes received are set forth adjacent to the names below:

| Name of Nominee | For | Withheld |
|------------------------|-------------|-----------------|
| Nicholas DeBenedictis | 103,803,310 | 3,181,151 |
| Michael L. Browne | 105,505,178 | 1,479,283 |
| Richard H. Glanton | 104,164,548 | 2,819,913 |
| Lon R. Greenberg | 100,104,843 | 6,879,618 |
| William P. Hankowsky | 104,725,071 | 2,259,390 |
| Wendell F. Holland | 98,715,869 | 8,268,592 |
| Ellen T. Ruff | 105,693,872 | 1,290,589 |

There were a total of 40,468,964 broker non-votes for the election of directors.

2. The appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Company for the year ending December 31, 2015, was ratified by the following vote of shareholders:

| For | Against | Abstain |
|-------------|----------------|----------------|
| 145,115,146 | 1,673,309 | 664,970 |

3. The advisory vote to approve the Company's executive compensation program as disclosed in the Company's Proxy Statement for the 2015 Annual Meeting of Shareholders was approved by the following vote of shareholders:

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 99,931,990 | 5,213,830 | 1,838,641 | 40,468,964 |

4. The shareholder proposal requesting that the Board of Directors create a comprehensive policy articulating the Company's respect for and commitment to the human right to water was not approved by the shareholders and received the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 7,624,417 | 94,200,172 | 5,159,872 | 40,468,964 |

5. The shareholder proposal requesting that the Board of Directors create a policy in which the Board of Directors seek shareholder approval of any future extraordinary retirement benefits for senior executives was not approved by the shareholders and received the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 38,507,827 | 66,978,193 | 1,493,441 | 40,468,964 |

SIGNATURE

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.

May 12, 2015

Aqua America, Inc.

By: /s/ Christopher P. Luning

Name: Christopher P. Luning

*Title: Senior Vice President, General Counsel and
Secretary*