

PLUG POWER INC

Form 8-K

May 25, 2010

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8 K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

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Date of Report (Date of earliest event reported): May 19, 2010

**PLUG POWER INC.**

(Exact name of registrant as specified in charter)

**Delaware**

(State or Other

Jurisdiction

of Incorporation)

**0-27527**

(Commission File Number)

**22-3672377**

(IRS Employer

Identification No.)

968 Albany Shaker Road, Latham, New York 12110

(Address of Principal Executive Offices) (Zip Code)

(518) 782-7700

(Registrant's telephone number, including area code)

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 (*see* General Instruction A.2. below):

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o 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**

On May 19, 2010, Plug Power Inc. (the Company) held its annual meeting of shareholders, at which the Company's shareholders voted on the election of one Class II director that had been nominated for election by the Company's Board of Directors and to ratify the audit committee's appointment of KPMG LLP as the Company's independent auditors for 2010. For more information on these proposals, see the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 1, 2010.

The shareholders elected George C. McNamee as Class II director, to serve on the Company's Board of Directors until the annual meeting of shareholders to be held in 2013 and voted to ratify the audit committee's appointment of KPMG LLP as the Company's independent auditors for 2010. The tabulation of votes with respect to the election of George C. McNamee and the ratification of the audit committee's appointment of KPMG LLP was as follows:

| Election of Class II Directors: | Votes For  | Votes Withheld | Broker Non-Votes |
|---------------------------------|------------|----------------|------------------|
| George C. McNamee, 2010         | 58,805,279 | 13,051,366     | 28,329,078       |

|                                   | Votes For  | Votes Against | Abstain |
|-----------------------------------|------------|---------------|---------|
| Ratification of Ernst & Young LLP | 99,198,653 | 693,738       | 293,332 |

Following the meeting, the Company's Board of Directors consisted of George C. McNamee (Chairman), Gary K. Willis, Maureen O. Helmer, Larry G. Garberding, Andrew Marsh and Jeffrey Drazan.



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.

PLUG POWER INC.

Date: May 25, 2010

By: /s/ Andrew Marsh  
Andrew Marsh  
Chief Executive Officer