

UNITIL CORP
Form 8-K
April 24, 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 1934

Date of Report (Date of earliest event reported): April 22, 2014

UNITIL CORPORATION

(Exact name of registrant as specified in its charter)

New Hampshire
(State or other jurisdiction

of incorporation)

1-8858
(Commission

File Number)

02-0381573
(IRS Employer

Identification No.)

6 Liberty Lane West, Hampton, New Hampshire

03842-1720

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (603) 772-0775

N/A

(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

On April 22, 2014, Unitil Corporation (the Company) held its Annual Meeting of Shareholders at its offices in Hampton, NH. As of the record date for the meeting, the Company had 13,878,742 shares of common stock issued and outstanding and entitled to vote at the meeting. Of these shares, 12,315,046.27 were present in person or represented by proxy at the meeting, which constituted a quorum for the transaction of business at the meeting. At the meeting, the Company's shareholders voted:

1. To elect five directors of the Company nominated by the Company's Board of Directors, each to serve a three-year term. The final vote was as follows:

| | No. of Shares | | |
|------------------------|----------------------|-----------------|------------------------|
| | For | Withheld | Broker Non Vote |
| Robert V. Antonucci | 8,231,267.43 | 464,830.00 | 3,610,693.00 |
| David P. Brownell | 8,116,104.69 | 579,992.74 | 3,610,693.00 |
| Albert H. Elfner, III | 8,153,601.63 | 542,495.79 | 3,610,693.00 |
| Michael B. Green | 8,157,084.10 | 539,013.33 | 3,610,693.00 |
| M. Brian O Shaughnessy | 8,144,341.32 | 551,756.11 | 3,610,693.00 |

2. To ratify the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2014. The final vote was as follows:

| | No. of Shares | | | |
|---------------|----------------------|----------------|------------------------|--|
| For | Against | Abstain | Broker Non Vote | |
| 12,157,880.38 | 91,610.11 | 65,555.78 | 0.00 | |

3. To approve, as a shareholder advisory vote, the compensation of the Company's named executive officers. The final vote was as follows:

| | No. of Shares | | | |
|--------------|----------------------|----------------|------------------------|--|
| For | Against | Abstain | Broker Non Vote | |
| 7,607,528.57 | 930,437.71 | 166,386.99 | 3,610,693.00 | |

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.

UNITIL CORPORATION

By: /s/ Mark H. Collin
Mark H. Collin
Senior Vice President, Chief Financial
Officer and Treasurer
Date: April 24, 2014