

CONSOLIDATED WATER CO LTD

Form 8-K

January 12, 2009

**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**

January 8, 2009

(Date of earliest event reported)

**CONSOLIDATED WATER CO. LTD.**  
(Exact Name of Registrant as Specified in Charter)

Cayman Islands, B.W.I.  
(State or other jurisdiction of  
incorporation)

0-25248  
(Commission File No.)

Not Applicable  
(IRS Employer Identification No.)

Regatta Office Park  
Windward Three, 4th Floor  
West Bay Road, P.O. Box 1114  
Grand Cayman, KY1-1102  
Cayman Islands

(Address of Principal Executive Offices)

(345) 945-4277

(Registrant's telephone number, including area code)

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 (see General Instructions A.2. below):

- 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 8.01 Other Events.**

On January 8, 2009, Consolidated Water Co. Ltd. (the Company ) held a shareholders meeting for the purpose of obtaining shareholder approval to amend the Company s Articles of Association ( Articles ) in order to permit the Company s Board of Directors to authorize a share buy-back program in the future without shareholder approval. As presently constituted, the Company s Articles prohibit the repurchase of any previously issued shares without shareholder approval.

Although votes representing 4,064,547 shares were received for the amendment and votes representing only 2,935,052 shares were received against the amendment, the proposal was not adopted by the shareholders because it was not approved by 75% of the shares voted at the meeting, as required under the Company s Articles.

**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.

CONSOLIDATED WATER CO. LTD.

By: /s/ David W. Sasnett

Name: David W. Sasnett

Title: Executive Vice President and  
Chief Financial Officer

Date: January 12, 2009