

# MUELLER WATER PRODUCTS, INC.

## FORM 8-K (Current report filing)

Filed 01/29/15 for the Period Ending 01/28/15

Address	1200 ABERNATHY RD SUITE 1200 ATLANTA, GA 30328
Telephone	770-206-4200
CIK	0001350593
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SIC Code	3490 - Miscellaneous Fabricated Metal Products
Industry	Water Utilities
Sector	Utilities
Fiscal Year	09/30

**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): **January 28, 2015**

**MUELLER WATER PRODUCTS, INC.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation or  
Organization)

**0001-32892**

(Commission File Number)

**20-3547095**

(I.R.S. Employer Identification Number)

**1200 Abernathy Road, Suite 1200**

**Atlanta, Georgia 30328**

(Address of Principal Executive Offices)

**(770) 206-4200**

(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:

- 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.**

Mueller Water Products, Inc. (the "Company") held its annual meeting of stockholders on January 28, 2015. The stockholders of the Company voted on the following three items:

1. The election of ten directors to terms ending in 2016.
2. An advisory resolution on the compensation of the Company's named executive officers.
3. The ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal 2015.

Proposal 1. Each of the directors listed below was re-elected as a director of the Company. The nominees for director were elected based on the following votes.

<b>Director</b>	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Broker Non-Votes</b>
Shirley C. Franklin	126,213,717	989,442	17,936,863
Thomas J. Hansen	126,255,657	947,502	17,936,863
Gregory E. Hyland	116,573,495	10,629,664	17,936,863
Jerry W. Kolb	126,852,874	350,285	17,936,863
Joseph B. Leonard	126,871,425	331,734	17,936,863
Mark J. O'Brien	126,231,263	971,896	17,936,863
Bernard G. Rethore	126,862,202	340,957	17,936,863
Neil A. Springer	126,872,379	330,780	17,936,863
Lydia W. Thomas	126,238,306	964,853	17,936,863
Michael T. Tokarz	92,313,923	34,889,236	17,936,863

Proposal 2. The proposal to approve, on an advisory basis, the compensation of the Company's named executive officers received the following votes.

Votes for approval	124,915,210
Votes against approval	2,029,007
Abstentions	258,941
Broker Non-Votes	17,936,863

Proposal 3. The proposal to ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal 2015 received the following votes.

Votes for approval	143,552,527
Votes against approval	1,439,548
Abstentions	147,947



## 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.

Dated: January 29, 2015

**MUELLER WATER PRODUCTS, INC.**

By: /s/ Keith L. Belknap  
Keith L. Belknap  
Senior Vice President, General Counsel and Corporate  
Secretary