

Midwest Energy Emissions Corp.  
Form 8-K  
November 21, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 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) **November 18, 2014**

**MIDWEST ENERGY EMISSIONS CORP.**  
(Exact name of registrant as specified in its charter)

Commission file number **000-33067**

**Delaware**  
(State or other jurisdiction of incorporation)

**87-0398271**  
(I.R.S. Employer Identification No.)

**500 West Wilson Bridge Road, Suite 140**

**Worthington, Ohio**  
(Address of principal executive offices)

**43085**  
(Zip Code)

Registrant's telephone number, including area code: **(614) 505-6115**

**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 Instruction 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))

**Item 5.07 Submission of Matters to a Vote of Securities Holders.**

The Company held its 2014 Annual Meeting of Shareholders on November 18, 2014 (the “2014 Annual Meeting”). The following matters were voted on by shareholders at the 2014 Annual Meeting:

1. The five nominees for election to the Board of Directors were elected, each for a one-year term, by the following votes:

<b>Nominee</b>	<b>For</b>	<b>Withheld</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
Johnny F. Norris, Jr	25,845,511	29,432	-	3,358,715
Richard A MacPherson	25,861,521	13,422	-	3,358,715
Jay Rifkin	24,434,839	1,440,104	-	3,358,715
R. Alan Kelley	25,861,511	13,432	-	3,358,715
Christopher Greenberg	25,863,921	11,022	-	3,358,715

2. The proposal to ratify the appointment of Schneider Downs & Co., Inc. as the Company’s independent registered public accounting firm for the year ended December 31, 2014 was approved by the following votes:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
29,147,088	86,379	191	-

3. The proposal of an Amendment to the Certificate of Incorporation to increase our Authorized Shares of Common Stock was approved by the following votes:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
27,469,782	1,294,051	469,825	-

4. The proposal of the 2014 Equity Incentive Plan, as Amended was approved by the following votes:

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<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
25,474,265	394,556	6,122	3,358,715

5. The compensation paid to the Company's Executive Officers was approved by the following advisory non-binding votes:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
25,761,156	107,660	6,127	3,358,715

6. The frequency of the advisory vote on compensation paid to the Company's Executive Officers was determined by the following advisory non-binding votes:

<b>1 Year</b>	<b>2 Years</b>	<b>3 Years</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
25,571,883	276,300	26,160	600	-

2  
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**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.

**Midwest Energy Emissions Corp.**

Date: November 21, 2014

By: */s/ Richard H. Gross*  
Richard H. Gross  
Chief Financial Officer