

CLOUD PEAK ENERGY INC.  
Form 8-K  
May 16, 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 of 1934**

Date of Report (Date of earliest event reported): **May 14, 2014**

**Cloud Peak Energy Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other Jurisdiction of Incorporation)

**001-34547**  
(Commission File Number)

**26-3088162**  
(IRS Employer Identification No.)

**505 S. Gillette Ave., Gillette, Wyoming**  
(Address of Principal Executive Offices)

**82716**  
(Zip Code)

Registrant's telephone number, including area code: **(307) 687-6000**

**Not Applicable**

(Former name or former address if changed since last report.)

## Edgar Filing: CLOUD PEAK ENERGY INC. - Form 8-K

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.**

On May 14, 2014, the Company held its 2014 annual meeting of stockholders (Annual Meeting), at which the stockholders voted as follows:

- **Proposal 1 (Election of Directors):** The stockholders elected Messrs. Fox and Voorhees, both current directors, as Class II directors, each to serve until the Company's annual meeting of stockholders in 2017.

Nominee	For	Against	Abstain	Broker Non-Votes
William Fox III	51,332,777	368,526	17,463	4,932,907
James Voorhees	51,268,768	430,305	19,693	4,932,907

- **Proposal 2 (Ratification of the Appointment of Independent Auditors):** The stockholders ratified the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the 2014 fiscal year.

For	Against	Abstain	Broker Non-Votes
56,519,800	98,727	33,146	0

- **Proposal 3 (Advisory Vote on Compensation of Named Executive Officers):** The stockholders approved on an advisory basis the compensation of the Company's named executive officers, as disclosed in the Proxy Statement pursuant to Item 402 of Regulation S-K promulgated by the Securities and Exchange Commission.

For	Against	Abstain	Broker Non-Votes
51,542,046	147,124	25,596	4,932,907

Additional information about these proposals can be found in the Company's Proxy Statement for the Annual Meeting which was filed with the U.S. Securities and Exchange Commission on April 2, 2014. There were no other proposals voted on at the Annual Meeting.

**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.

**CLOUD PEAK ENERGY INC.**

Date: May 16, 2014

By: /s/ Bryan J. Pechersky  
Name: Bryan J. Pechersky  
Title: Senior Vice President, General Counsel and  
Corporate Secretary