

MGE ENERGY INC  
Form 8-K  
May 24, 2012

**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**

**May 22, 2012**

Date of report (*date of earliest event reported*)

<b>Commission File No.</b>	<b>Name of Registrant, State of Incorporation, Address of Principal Executive Offices, and Telephone No.</b>	<b>IRS Employer Identification No.</b>
000-49965	<b>MGE Energy, Inc.</b> <i>(a Wisconsin Corporation)</i> 133 South Blair Street	39-2040501

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Madison, Wisconsin 53703

(608) 252-7000

www.mgeenergy.com

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.**

MGE Energy's Annual Meeting of Shareholders was held on May 22, 2012, in Middleton, Wisconsin. The final results of voting on each of the matters submitted to a vote of security holders during MGE Energy's annual meeting of shareholders were as follows:

**1.**

**Election of two Class II Directors with terms of office expiring at the 2015 annual meeting of shareholders.**

	<u>For Votes</u>	<u>Withhold Votes</u>	<u>Shares Not Voted</u>
John R. Nevin	15,288,711	400,418	7,424,509
Gary J. Wolter	15,240,049	449,080	7,424,509

No votes were cast for any other nominee. The directors continuing in office are:

Class I Directors	Class III Directors
Term Expires in 2014	Term Expires in 2013
Londa J. Dewey	Mark D. Bugher
Regina M. Millner	F. Curtis Hastings
Thomas R. Stolper	James L. Possin

**2.**

**Ratification of selection of PricewaterhouseCoopers LLP to serve as MGE Energy's independent registered public accounting firm.**

<u>For</u>	<u>Against</u>	<u>Abstained</u>	<u>Shares Not Voted</u>
19,147,289	131,810	195,084	3,639,455



**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.

**MGE Energy, Inc.**  
*(Registrant)*

Date: May 24, 2012

/s/ Jeffrey C. Newman  
Jeffrey C. Newman

Vice President, Chief Financial Officer,

Secretary and Treasurer