

Accretive Health, Inc.  
Form 8-K  
June 07, 2011

**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): June 3, 2011**

**Accretive Health, Inc.**

(Exact Name of Registrant as Specified in its Charter)

Delaware

001-34746

02-0698101

(State or Other Juris-  
diction of Incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

401 North Michigan Avenue, Suite 2700,  
Chicago, Illinois

60611

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (312) 324-7820

(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))
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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

At the annual meeting of stockholders of Accretive Health, Inc. (the Company) held on June 3, 2011, the Company's stockholders voted on the following proposals, with the following results:

1. The following nominees were elected to the Company's Board of Directors as Class I directors for terms expiring at the 2014 annual meeting of stockholders.

|                  | For        | Withheld  | Broker Non-Votes |
|------------------|------------|-----------|------------------|
| Mary A. Tolan    | 74,683,304 | 188,577   | 15,132,957       |
| J. Michael Cline | 72,831,926 | 2,039,955 | 15,132,957       |
| Denis J. Nayden  | 74,681,161 | 190,720   | 15,132,957       |

Following the annual meeting, Edgar M. Bronfman, Jr., Steven N. Kaplan and George P. Shultz, having terms expiring in 2012, and Stanley N. Logan, Arthur H. Spiegel, III and Mark A. Wolfson, having terms expiring in 2013, continued in office.

2. A non-binding, advisory proposal on the compensation of the Company's named executive officers was approved.

|                   |            |
|-------------------|------------|
| For:              | 74,747,797 |
| Against:          | 115,164    |
| Abstain:          | 8,920      |
| Broker Non-Votes: | 15,132,957 |

3. The stockholders recommended, in a non-binding, advisory vote, that future advisory votes on the compensation of the Company's named executive officers be held every three years.

|                   |            |
|-------------------|------------|
| Every 1 Year:     | 15,281,604 |
| Every 2 Years:    | 4,830,774  |
| Every 3 Years:    | 54,753,791 |
| Abstain:          | 5,712      |
| Broker Non-Votes: | 15,132,957 |

After taking into consideration the foregoing voting results and the Board's prior recommendation in favor of a triennial advisory stockholder vote on the compensation of the Company's named executive officers, the Board intends to hold future advisory votes on the compensation of the Company's named executive officers every three years.

4. The selection of Ernst & Young LLP as the independent registered public accounting firm for the Company for the fiscal year ending December 31, 2011 was ratified.

|          |            |
|----------|------------|
| For:     | 89,840,863 |
| Against: | 162,272    |
| Abstain: | 1,703      |

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.

ACCRETIVE HEALTH, INC.

Date: June 7, 2011

By: /s/ John T. Staton  
John T. Staton  
Chief Financial Officer and Treasurer