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BADGER METER INC
Form 8-K
May 04, 2010

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): April 30, 2010

Badger Meter, Inc.

(Exact name of registrant as specified in its charter)

Wisconsin ----- (State or other jurisdiction of incorporation)	1-6706 ----- (Commission File Number)	39-0143280 ----- (IRS Employer Identification No.)
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4545 W. Brown Deer Rd., Milwaukee, Wisconsin 53223

(Address of principal executive offices, including zip code)

(414) 355-0400

(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.

The Annual Meeting of Shareholders of Badger Meter, Inc. (the "Company") was held on April 30, 2010. Matters submitted to shareholders at the meeting and the voting results thereof were as follows:

Election of Directors. The shareholders of the Company elected each of the director nominees proposed by the Company's Board of Directors to serve until the 2011 Annual Meeting of Shareholders or until their successor is duly elected and qualified. The following is a breakdown of the voting results:

DIRECTOR	VOTES FOR	WITHHELD	NON-VOTES
Ronald H. Dix	9,986,092	170,505	1,726,277
Thomas J. Fischer	9,907,704	248,893	1,726,277
Gale E. Klappa	9,955,702	200,895	1,726,277
Richard A. Meeusen	9,562,812	593,785	1,726,277
Andrew J. Policano	9,912,758	243,839	1,726,277
Steven J. Smith	9,967,581	189,016	1,726,277
John J. Stollenwerk	9,828,085	328,512	1,726,277
Todd J. Teske	9,998,709	157,888	1,726,277

Appointment of Ernst & Young LLP as Independent Registered Public Accounting Firm. The shareholders of the Company ratified the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm. The following is a breakdown of the voting results:

VOTES FOR	VOTES AGAINST	ABSTENTIONS	NON-VOTES
11,813,172	29,300	40,402	0

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.

BADGER METER, INC.

Date: May 3, 2010

By: /s/ William R. A. Bergum

 William R. A. Bergum
 Vice President - General Counsel
 and Secretary