

ECHELON CORP  
Form 8-K  
May 28, 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)**

**May 26, 2010**

**ECHELON CORPORATION**

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction  
of incorporation)

(Commission  
File Number)  
550 Meridian Avenue

(IRS Employer  
Identification No.)

San Jose, California 95126

(Address of principal executive offices, including zip code)

(408) 938-5200

(Registrant's telephone number, including area code)

(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))

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

Echelon Corporation (the Company) held its Annual Meeting of Stockholders (Annual Meeting) on May 26, 2010. The matters voted upon at the Annual Meeting and the results of such voting are set forth below:

***Proposal 1: Election of three Class C directors to serve until the 2013 Annual Meeting of Stockholders of the Company:***

Nominee	Votes For	Votes Withheld	Broker Non-Votes
Robyn M. Denholm	21,518,005	382,234	11,705,437
Richard M. Moley	20,146,241	1,753,998	11,705,437
Betsy Rafael	20,127,248	1,772,991	11,705,437

Based on the votes set forth above, the three Class C director nominees were duly elected.

***Proposal 2: Ratification of the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2010:***

Votes For	Votes Against	Votes Abstained	Broker Non-Votes
33,076,717	141,328	387,631	(0)

Based on the votes set forth above, the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2010 was duly ratified.

**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.

ECHELON CORPORATION

By: /s/ OLIVER R. STANFIELD  
**Oliver R. Stanfield**

**Executive Vice President and**

**Chief Financial Officer**

Date: May 27, 2010