

ATLAS AIR WORLDWIDE HOLDINGS INC
Form 8-K
June 18, 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):

June 16, 2014

Atlas Air Worldwide Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware

001-16545

13-4146982

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

2000 Westchester Avenue, Purchase, New
York

10577

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

914-701-8000

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))

Top of the Form**Item 5.07 Submission of Matters to a Vote of Security Holders**

(a) & (b) On June 16, 2014, the Company held its 2014 Annual Meeting of Shareholders (the Annual Meeting) at its principal executive offices in Purchase, New York. The final results of the shareholder vote on the three proposals brought before the Annual Meeting were as follows:

(1) Each of the nominees for Director was an incumbent, and all nominees were elected to serve until the 2015 Annual Meeting of Shareholders or until their successors are elected and qualified. The following table sets forth the voting results with respect to each nominee:

| Nominee | Votes For | Votes Withheld | Broker Non-Votes |
|----------------------|------------------|-----------------------|-----------------------------|
| Robert F. Agnew | 22,569,216 | 545,232 | 1,293,820 |
| Timothy J. Bernlohr | 22,568,341 | 546,107 | 1,293,820 |
| William J. Flynn | 22,662,844 | 451,604 | 1,293,820 |
| James S. Gilmore III | 22,531,724 | 582,724 | 1,293,820 |
| Carol B. Hallett | 22,359,210 | 755,238 | 1,293,820 |
| Frederick McCorkle | 22,340,521 | 773,927 | 1,293,820 |
| Duncan J. McNabb | 22,577,626 | 536,822 | 1,293,820 |

(2) The appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2014 was ratified with the following votes:

| Votes For | Votes Against | Abstentions |
|------------------|----------------------|--------------------|
| 23,668,922 | 721,303 | 18,043 |

(3) The compensation of the Company's Named Executive Officers was approved, on a non-binding advisory basis, with the following votes:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------------|----------------------|--------------------|-----------------------------|
| 15,714,070 | 6,824,287 | 576,091 | 1,293,820 |

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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.

June 18, 2014

Atlas Air Worldwide Holdings, Inc.

By: */s/ Adam R. Kokas*

*Name: Adam R. Kokas
Title: Executive Vice President, General Counsel, Secretary
and Chief Human Resources Officer*