

INLAND REAL ESTATE CORP
Form 8-K
June 22, 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): **June 17, 2010**

INLAND REAL ESTATE CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Maryland

(State or Other
Jurisdiction of
Incorporation)

001-32185
(Commission File
Number)

36-3953261
(IRS Employer
Identification No.)

**2901 Butterfield Road
Oak Brook, Illinois 60523**
(Address of Principal Executive Offices)

(630) 218-8000
(Registrant's Telephone Number, Including Area Code)

N/A

(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.**

On June 17, 2010, Inland Real Estate Corporation, a Maryland corporation (the Company), held its annual meeting of stockholders. A total of 74,504,816 shares of the Company's common stock outstanding and entitled to vote were represented at the meeting in person or by proxy, representing approximately 87.1% of the outstanding stock entitled to vote at the meeting.

The stockholders elected the seven nominees named below to serve as directors until the next annual meeting of stockholders or as otherwise provided in the Company's governing documents. The votes cast with respect to each director were as follows:

| Name | Votes For | Votes Against | Abstentions | Broker |
|----------------------|------------|---------------|-------------|------------|
| | | | | Non-Votes |
| Thomas P. D Arcy | 58,608,903 | 3,442,981 | 290,333 | 12,162,599 |
| Daniel L. Goodwin | 61,230,542 | 823,924 | 287,751 | 12,162,599 |
| Joel G. Herter | 58,403,480 | 3,648,317 | 290,420 | 12,162,599 |
| Heidi N. Lawton | 58,441,995 | 3,607,111 | 293,111 | 12,162,599 |
| Thomas H. McAuley | 58,611,300 | 3,430,611 | 300,306 | 12,162,599 |
| Thomas R. McWilliams | 58,557,927 | 3,483,491 | 300,799 | 12,162,599 |
| Joel D. Simmons | 58,634,646 | 3,418,624 | 288,947 | 12,162,599 |

The stockholders also ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2010. Stockholders cast 73,245,398 votes for ratifying the appointment and 955,015 votes against ratifying the appointment. Stockholders abstained from casting 304,403 votes, and there were no broker non-votes, on the ratification of the appointment of KPMG LLP.

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.

INLAND REAL ESTATE CORPORATION

| | |
|--------|---------------------------------------|
| By: | /s/ Mark E. Zalatoris |
| Name: | Mark E. Zalatoris |
| Title: | President and Chief Executive Officer |
| Date: | June 22, 2010 |