

MICHAEL BAKER CORP  
Form 8-K  
April 16, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 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 13, 2012**

**MICHAEL BAKER CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

Commission File Number 1-6627

**Pennsylvania**  
(State or Other Jurisdiction)

**25-0927646**  
(IRS Employer)

Edgar Filing: MICHAEL BAKER CORP - Form 8-K

of Incorporation)

Identification No.)

100 Airside Drive

Moon Township, Pennsylvania  
(Address of Principal Executive Offices)

15108  
(Zip Code)

(412) 269-6300

(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 (*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))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On April 16, 2012, Michael Baker Corporation (the Company) issued a press release announcing that it has appointed David L. DeNinno to its Board of Directors, effective April 13, 2012. This action brings the total number of directors on the Company's Board of Directors to 10. Mr. DeNinno is currently Senior Vice President, General Counsel and Secretary at Wabtec Corporation. Previously, he served as a partner at K&L Gates LLP, and prior to that served as a partner at Reed Smith LLP. A copy of this press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit 99.1 Press release dated April 16, 2012 relating to Mr. DeNinno.  
Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MICHAEL BAKER CORPORATION

By: /s/ H. James McKnight  
H. James McKnight

Executive Vice President,

Chief Legal Officer and

Corporate Secretary

Date: April 16, 2012