

CEDAR FAIR L P
Form 8-K
July 11, 2011

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): July 7, 2011

CEDAR FAIR, L.P.
(Exact name of Registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)
One Cedar Point Drive, Sandusky, Ohio
(Address of principal executive offices)

1-9444
(Commission
File No.)

34-1560655
(I.R.S. Employer
Identification No.)
44870-5259
(Zip Code)

Registrant's telephone number, including area code: (419) 626-0830

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 (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 5.07 Submission of Matters to Vote of Security Holders.

On July 7, 2011, Cedar Fair held its annual meeting of unitholders (the "2011 Annual Meeting") at the Cedar Point Center at BGSU Firelands College, One University Drive, Huron, Ohio to consider and vote upon four proposals submitted by the Board of Directors of Cedar Fair Management, Inc., the general partner of Cedar Fair, L.P. The final voting results, which were certified by Corporate Election Services, the independent inspector of election at the 2011 Annual Meeting, were as follows (55,345,716 units outstanding and entitled to vote as of the record date of the 2011 Annual Meeting):

1. To elect Gina D. France as a Class III Director of the general partner for a three-year term expiring in 2014.

| For | Withhold | Broker Non-Votes |
|------------|------------|------------------|
| 21,204,177 | 11,424,223 | 14,088,531 |

2. To confirm the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm.

| For | Against | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 43,103,641 | 3,327,441 | 285,849 | — |

3. To hold an advisory vote to approve the compensation of the Company's named executive officers.

| For | Against | Abstain | Broker Non-Votes |
|------------|------------|---------|------------------|
| 18,451,808 | 13,297,238 | 878,054 | 14,089,831 |

4. To consider, in an advisory vote, if unitholders should vote on executive compensation every one, two, or three years.

| 1 Year | 2 Years | 3 Years | Abstain | Broker Non-Votes |
|------------|---------|---------|-----------|------------------|
| 30,077,283 | 516,202 | 375,775 | 1,659,140 | 14,088,531 |

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.

CEDAR FAIR, L.P.

By Cedar Fair Management, Inc., General Partner

By: /s/ Richard L. Kinzel
Richard L. Kinzel
Chief Executive Officer

Date: July 11, 2011