

MICHAEL BAKER CORP  
Form 8-K  
January 16, 2013

**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) January 10, 2013

**MICHAEL BAKER CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

**Commission File Number 1-6627**

**Pennsylvania**  
(State or Other Jurisdiction of Incorporation)

**25-0927646**  
(IRS Employer Identification No.)

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**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.**

(b) On January 10, 2013, Mr. Richard Shaw provided Michael Baker Corporation (the Company) his formal notice that he will retire from the Company's Board of Directors effective January 31, 2013. The Board has elected Robert N. Bontempo, Ph.D., to succeed Mr. Shaw as Chairman.

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.

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

(d) Exhibits.

Exhibit 99.1 Press release dated January 16, 2013 regarding the matter referenced in Item 5.02.

MICHAEL BAKER CORPORATION

By: /s/ H. James McKnight  
H. James McKnight  
Executive Vice President,

Chief Legal Officer and

Corporate Secretary

Date: January 16, 2013