

BOEING CO
Form 8-K
May 04, 2016

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

May 2, 2016

Date of Report (Date of earliest event reported)

The
Boeing
Company
(Exact
name of
registrant
as
specified
in its
charter)

| | | |
|---|-----------------------|--|
| Delaware | 1-442 | 91-0425694 |
| (State or Other Jurisdiction of Incorporation) | (Commission File No.) | (I.R.S. Employer Identification Number) |

| | |
|--|------------|
| 100 N. Riverside, Chicago, IL | 60606-1596 |
| (Address of Principal Executive Offices) | (Zip Code) |

(312) 544-2000
(Registrant's Telephone Number, Including Area
Code)

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)

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- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o 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.

The Company held its Annual Meeting of Shareholders on May 2, 2016. Set forth below are the final voting results for each of the proposals submitted to a vote of the shareholders.

1. Election of Directors:

~~NAME~~ AGAINST ABSTAINBROKER NON-VOTES

David
~~160,628,094~~6,795,612 4,135,630 112,474,080

Calhoun

Arthur

~~D.~~
~~459,985,334~~7,331,852 4,242,150 112,474,080

Collins,
 Jr.

Kenneth

~~153,969,579~~13,287,2424,302,515 112,474,080

Duberstein

Edmund

~~P.~~
~~461,032,558~~6,311,476 4,215,302 112,474,080

Giambastiani,
 Jr.

Lynn

~~161,335,893~~6,265,078 3,958,365 112,474,080

Good

Lawrence

~~157,631,459~~9,650,572 4,277,305 112,474,080

Kellner

Edward

~~158,829,463~~8,399,286 4,330,587 112,474,080

Liddy

Dennis

~~157,591,901~~9,542,078 4,425,357 112,474,080

Muilenburg

Susan

~~157,706,657~~10,107,7423,744,937 112,474,080

Schwab

Randall

~~146,576,285~~20,699,6534,283,398 112,474,080

Stephenson

Ronald

~~154,874,415~~12,468,4634,216,458 112,474,080

Williams

Mike

~~157,838,453~~9,252,005 4,468,878 112,474,080

Zafirovski

2. Approve, on an Advisory Basis, Named Executive Officer Compensation:

FOR AGAINST ABSTAINBROKER NON-VOTES

439,939,53825,778,3655,841,433 112,474,080

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3. Ratify the Appointment of Deloitte & Touche LLP as Independent Auditor for 2016:

FOR AGAINST ABSTAIN

572,184,482 8,355,230 3,493,704

4. Shareholder Proposal - Further Report on Lobbying Activities:

FOR AGAINST ABSTAIN BROKER NON-VOTES

83,618,495 323,296,623 64,644,218 112,474,080

5. Shareholder Proposal - Special Shareowner Meeting:

FOR AGAINST ABSTAIN BROKER NON-VOTES

176,492,199 288,020,121 7,047,016 112,474,080

6. Shareholder Proposal - Independent Board Chairman:

FOR AGAINST ABSTAIN BROKER NON-VOTES

147,358,863 318,158,278 6,042,195 112,474,080

7. Shareholder Proposal – Arms Sales to Israel:

FOR AGAINST ABSTAIN BROKER NON-VOTES

23,970,019 375,904,305 71,685,012 112,474,080

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

THE BOEING COMPANY

By: /s/ Michael F. Lohr
Michael F. Lohr
Vice President, Assistant General Counsel and Corporate Secretary

Dated: May 4, 2016