

BOEING CO
Form 8-K
April 28, 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

April 26, 2010

Date of Report (Date of earliest event reported)

The Boeing Company

(Exact Name of Registrant as Specified in Charter)

Edgar Filing: BOEING CO - Form 8-K

(State or Other Jurisdiction
of Incorporation)

(Commission
File No.)

(I.R.S. Employer
Identification Number)

100 N. Riverside, Chicago, IL
(Address of Principal Executive Offices)

(312) 544-2000

60606-1596
(Zip Code)

(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)
- .. 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))

Edgar Filing: BOEING CO - Form 8-K

Item 5.07. Submission of Matters to a Vote of Security Holders

The Boeing Company (the Company) held its Annual Meeting of Shareholders on April 26, 2010. Set forth below are the final voting results for each of the proposals submitted to a vote of the shareholders.

| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|--|--------------------|----------------------|--------------------|-------------------------|
| 1. Election of Directors: | | | | |
| John H. Biggs | 528,524,009 | 14,785,897 | 5,669,531 | 88,629,987 |
| John E. Bryson | 502,188,759 | 41,202,274 | 5,588,404 | 88,629,987 |
| David L. Calhoun | 530,298,713 | 13,042,613 | 5,638,111 | 88,629,987 |
| Arthur D. Collins, Jr. | 532,513,836 | 10,630,203 | 5,835,399 | 88,629,987 |
| Linda Z. Cook | 532,784,359 | 10,669,149 | 5,525,930 | 88,629,987 |
| William M. Daley | 527,255,137 | 15,946,509 | 5,777,792 | 88,629,987 |
| Kenneth M. Duberstein | 519,527,050 | 23,914,731 | 5,537,657 | 88,629,987 |
| Edmund P. Giambastiani, Jr. | 533,303,349 | 10,112,912 | 5,563,177 | 88,629,987 |
| John F. McDonnell | 524,241,603 | 20,327,040 | 4,410,794 | 88,629,987 |
| W. James McNerney, Jr. | 522,810,693 | 21,759,567 | 4,409,177 | 88,629,987 |
| Susan C. Schwab | 532,386,812 | 11,451,843 | 5,140,783 | 88,629,987 |
| Mike S. Zafirovski | 531,229,514 | 11,835,626 | 5,914,298 | 88,629,987 |
| 2. Ratification of the appointment of Deloitte & Touche LLP as independent auditor for 2010 | 622,575,659 | 10,653,009 | 4,380,756 | |
| 3. Shareholder proposal relating to ethical criteria for military contracts | 30,745,487 | 438,004,351 | 80,229,599 | 88,629,987 |
| 4. Shareholder proposal relating to shareholder advisory vote on named executive officer compensation | 172,351,852 | 359,637,490 | 16,990,097 | 88,629,987 |
| 5. Shareholder proposal relating to change in ownership threshold to call special meetings | 168,004,752 | 373,708,561 | 7,266,125 | 88,629,987 |
| 6. Shareholder proposal relating to independent chairman | 157,093,138 | 382,180,518 | 9,705,782 | 88,629,987 |
| 7. Shareholder proposal relating to report on political contributions | 111,585,267 | 356,346,966 | 81,047,205 | 88,629,987 |

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, Corporate Secretary and Assistant General Counsel

Dated: April 28, 2010