

APPLE INC
Form 8-K
February 24, 2011

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

Date of Report (Date of earliest event reported): **February 23, 2011**

APPLE INC.

(Exact Name of Registrant as Specified in its Charter)

California
(State or Other Jurisdiction of

000-10030
(Commission File Number)

94-2404110
(I.R.S. Employer Identification No.)

Incorporation or Organization)

1 Infinite Loop

Cupertino, California

(Address of Principal Executive Offices)

(408) 996-1010

95014

(Zip Code)

(Registrant's Telephone Number, Including Area Code)

Not applicable

(Former name or former address, if changed since last report.)

Edgar Filing: APPLE INC - Form 8-K

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 240.425)
- 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 a Vote of Security Holders

The Annual Meeting of Shareholders (the Annual Meeting) of Apple Inc. (the Company) was held on February 23, 2011. At the Annual Meeting, the shareholders voted on the following six proposals and cast their votes as described below.

Proposal 1

The individuals listed below were elected at the Annual Meeting to serve a one-year term on the Company's Board of Directors (the Board).

| | For | Authority Withheld | Broker Non-Vote |
|---------------------|-------------|--------------------|-----------------|
| William V. Campbell | 567,613,937 | 8,115,733 | 178,309,247 |
| Millard S. Drexler | 568,443,093 | 7,286,577 | 178,309,247 |
| Albert A. Gore, Jr. | 569,870,576 | 5,859,094 | 178,309,247 |
| Steven P. Jobs | 570,939,406 | 4,790,264 | 178,309,247 |
| Andrea Jung | 563,237,044 | 12,492,626 | 178,309,247 |
| Arthur D. Levinson | 570,068,091 | 5,661,579 | 178,309,247 |
| Ronald D. Sugar | 574,417,007 | 1,312,663 | 178,309,247 |

Proposal 2

Proposal 2 was a management proposal to ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal year 2011, as described in the proxy materials. This proposal was approved.

| For | Against | Abstained |
|-------------|-----------|-----------|
| 750,715,722 | 1,965,874 | 1,357,321 |

Proposal 3

Proposal 3 was a management proposal to hold an advisory vote on executive compensation, as described in the proxy materials. This proposal was approved.

| For | Against | Abstained | Broker Non-Vote |
|-------------|-----------|-----------|-----------------|
| 564,545,821 | 9,516,759 | 1,667,313 | 178,309,024 |

Proposal 4

Proposal 4 was a management proposal to hold an advisory vote on the frequency of the advisory vote on executive compensation, as described in the proxy materials. 1 Year was approved.

| 1 Year | 2 Years | 3 Years | Abstained | Broker Non-Vote |
|-------------|-----------|------------|-----------|-----------------|
| 502,784,918 | 7,646,022 | 64,269,889 | 1,028,986 | 178,308,902 |

Based on these results, and consistent with the Company's recommendation, the Board has determined that the Company will hold an advisory vote on executive compensation every year.

Proposal 5

Proposal 5 was a shareholder proposal entitled Amend the Company's Corporate Governance Guidelines to Adopt and Disclose a Written CEO Succession Planning Policy, as described in the proxy materials. This proposal was not approved.

Edgar Filing: APPLE INC - Form 8-K

| For | Against | Abstained | Broker Non-Vote |
|-------------|----------------|------------------|------------------------|
| 172,259,195 | 400,056,649 | 3,414,021 | 178,309,052 |

Proposal 6

Proposal 6 was a shareholder proposal entitled Adopt a Majority Voting Standard for Director Elections, as described in the proxy materials. This proposal was approved.

| For | Against | Abstained | Broker Non-Vote |
|-------------|----------------|------------------|------------------------|
| 422,451,638 | 151,538,447 | 1,737,910 | 178,310,922 |

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, thereunto duly authorized.

APPLE INC.
(Registrant)

By: /s/ Bruce Sewell

D. Bruce Sewell
Senior Vice President, General Counsel and Secretary

Date: February 24, 2011