

CHEVRON CORP  
Form 8-K  
June 01, 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

Date of Report (Date of earliest event reported): May 25, 2016

Chevron Corporation  
(Exact name of registrant as specified in its charter)

Delaware	001-00368	94-0890210
(State or other jurisdiction of incorporation )	(Commission File Number)	(I.R.S. Employer Identification No.)

6001 Bollinger Canyon Road, San Ramon, CA	94583
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (925) 842-1000

None  
(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 obligations 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))



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

- (a) The 2016 Annual Meeting of Stockholders of Chevron Corporation (“Chevron”) was held on Wednesday, May 25, 2016.

Chevron stockholders voted on the matters set forth below, with final voting results indicated. For the election of Directors in an uncontested election, each nominee who received a majority of votes cast (i.e., the number of shares voted for exceeded the number of shares voted against, excluding abstentions) was elected a Director. All other items were approved if the number of shares voted for exceeded the number of shares voted against, excluding abstentions.

- All nominees for election to the Chevron Board of Directors (1) (“Board”) were elected, each for a one-year term, based upon the following votes:

No. of Shares	Votes For	Votes Against	Abstentions	Broker Non-Votes
L.F. Deily	1,277,589,669 98.9 %	14,717,426	6,202,591	346,879,418
R.E. Denham	1,218,042,215 94.3 %	74,310,898	6,156,573	346,879,418
A.P. Gast	1,279,323,000 99.0 %	12,974,225	6,212,461	346,879,418
E. Hernandez Jr.	1,210,735,712 94.4 %	71,795,137	6,978,837	346,879,418
J.M. Huntsman Jr.	1,277,072,495 98.8 %	15,386,193	6,050,998	346,879,418
C.W. Mohr IV	1,279,830,691 99.0 %	12,547,162	6,131,833	346,879,418
J.G. Stumpf	1,204,314,035 93.2 %	88,220,031	5,975,620	346,879,418
R.D. Sugar	1,214,361,334 94.0 %	77,961,468	6,186,884	346,879,418
I.G. Thulin	1,237,446,347 95.8 %	54,882,577	6,180,762	346,879,418
J.S. Watson	1,237,672,781 95.9 %	53,366,446	7,470,459	346,879,418

- The Board’s proposal to ratify the appointment of PricewaterhouseCoopers LLP as Chevron’s independent registered public accounting firm for 2016 was approved based upon the following votes:

Votes For	1,621,516,838	99.0 %
	17,098,326	1.0 %

Votes

Against

Abstentions

Brokers were permitted to cast stockholder non-votes (i.e., uninstructed shares) at their discretion on this proposal item and such non-votes are reflected in the votes for or against or abstentions.

Broker

Non-Votes

The Board's proposal for stockholders to approve, on an advisory basis, the (3) compensation of Chevron's named executive officers was approved based upon the following votes:

Votes For 689,522,051 53.6%

Votes Against 597,952,684 46.4%

Abstentions 1,034,951

Broker

Non-Votes 346,879,418

Amendment to  
Non-Employee  
Directors' Equity  
(4) Compensation and  
Deferral Plan was  
approved based upon  
the following votes:

Votes  
For 1,153,082,157 89.7%

Votes  
Against 132,689,819 10.3%

Abstentions 12,737,710

Broker  
Non-Votes 346,879,418

The stockholder  
proposal regarding  
report on lobbying  
(5) was not approved  
based upon the  
following votes:

Votes  
For 331,139,816 27.4%

Votes  
Against 876,009,660 72.6%

Abstentions 91,360,210

Broker  
Non-Votes 346,879,418

The stockholder  
proposal regarding  
targets for reducing  
(6) greenhouse gas  
emissions was not  
approved based upon  
the following votes:

Votes  
For 94,451,794 7.9%

Votes  
Against 1,094,951,664 92.1%

Abstentions 109,106,228

Broker  
Non-Votes 346,879,418

(7) The stockholder  
proposal regarding  
report on climate  
change impact  
assessment was not

approved based  
upon the following  
votes:

Votes  
For 489,447,105 40.8%  
Votes  
Against 711,377,843 59.2%  
Abstentions 97,684,738  
Broker  
Non-Votes 346,879,418

The stockholder  
proposal regarding  
(8) report on reserve  
replacements was not  
approved based upon  
the following votes:

Votes  
For 80,650,737 6.8%  
Votes  
Against 1,103,444,752 93.2%  
Abstentions 144,114  
Broker  
Non-Votes 346,879,418

The stockholder  
proposal regarding a  
(9) dividend policy was  
not approved based  
upon the following  
votes:

Votes  
For 43,156,321 3.5%  
Votes  
Against 1,195,141,942 96.5%  
Abstentions 60,214  
Broker  
Non-Votes 346,879,418

The stockholder  
proposal regarding  
report on shale  
(10)energy operations  
was not approved  
based upon the  
following votes:

Votes For 365,426,831 30.7%

Votes Against 825,867,000 69.3%

Abstentions 107,215,855

Broker Non-Votes 346,879,418

(11) The stockholder proposal regarding an independent director with environmental expertise was not approved based upon the following votes:

Votes For 235,500,009 18.8%

Votes Against 1,017,826,911 81.2%

Abstentions 45,182,766

Broker Non-Votes 346,879,418

(12) The stockholder proposal regarding special meetings was not approved based upon the following votes:

Votes For 378,540,311 29.5%

Votes Against 905,212,627 70.5%

Abstentions 14,756,748

Broker Non-Votes 346,879,418

#### 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.

CHEVRON CORPORATION

Dated: June 1, 2016 By/S/ CHRISTOPHER A. BUTNER

Christopher A. Butner,  
Assistant Secretary