

CHEVRON CORP  
Form 8-K  
June 04, 2018

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

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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 30, 2018

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

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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

N/A  
(Former name or former address, if changed since last report)

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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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

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If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

(a) The 2018 Annual Meeting of Stockholders of Chevron Corporation ("Chevron") was held on Wednesday, May 30, 2018.

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 (b) 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:

Nominee	Votes For	Votes Against	Abstentions	Broker Non-Votes
W. M. Austin	1,278,777,834 99.4%	7,518,495	6,934,512	331,644,521
J. B. Frank	1,238,568,518 96.3%	47,636,431	7,025,892	331,644,521
A. P. Gast	1,278,673,122 99.4%	7,662,902	6,894,817	331,644,521
E. Hernandez Jr.	1,251,087,521 97.4%	34,118,735	7,024,585	331,644,521
C. W. Moorman IV	1,278,839,505 99.4%	7,355,571	7,035,765	331,644,521
D. F. Moyo	1,277,499,634 99.3%	8,739,553	6,991,654	331,644,521
R. D. Sugar	1,212,962,194 95.4%	58,768,850	21,499,797	331,644,521
I. G. Thulin	1,212,848,212 94.3%	73,442,309	6,940,320	331,644,521
D. J. Umpleby	1,278,706,646 99.4%	7,555,136	6,969,059	331,644,521
M. K. Wirth	1,232,113,254 96.0%	51,830,470	9,287,117	331,644,521

(2) The Board's proposal to ratify the appointment of PricewaterhouseCoopers LLP as Chevron's independent registered

public accounting firm  
for 2018 was approved  
based upon the following  
votes:

Votes  
For 1,568,047,493 97.0 %

Votes  
Against 48,030,610 3.0 %

Abstentions 8,797,259

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.

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 1,193,035,932 93.2 %

Votes  
Against 87,680,958 6.8 %

Abstentions 12,513,951

Broker  
Non-Votes 331,644,521

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

Votes  
For 396,281,362 31.5 %

Votes  
Against 859,963,892 68.5 %

Abstentions 36,985,587

Broker  
Non-Votes 331,644,521



The stockholder  
proposal regarding a  
report on business  
(5) with conflict-complicit  
governments was not  
approved based upon  
the following votes:

Votes  
For 91,446,819 7.3 %

Votes  
Against 1,169,793,981 92.7 %

Abstain 31,990,041

Broker  
Non-Votes 331,644,521

The stockholder  
proposal regarding a  
report on transition to  
(6) a low carbon business  
model was not  
approved based upon  
the following votes:

Votes  
For 102,740,204 8.1 %

Votes  
Against 1,162,572,694 91.9 %

Abstain 37,917,943

Broker  
Non-Votes 331,644,521

The stockholder  
proposal regarding a  
report on methane  
(7) emissions was not  
approved based upon  
the following votes:

Votes  
For 540,183,286 45.0 %

Votes  
Against 660,382,796 55.0 %

Abstain 92,664,759

Broker  
Non-Votes 331,644,521

The stockholder  
proposal regarding  
an independent  
(8) chairman was not  
approved based upon  
the following votes:

Votes  
For 308,020,244 24.0 %  
Votes  
Against 9,76,529,586 76.0 %  
Abstention 8,681,001  
Broker  
331,644,521  
Non-Votes

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

Votes  
For 338,113,201 26.5 %  
Votes  
Against 938,701,189 73.5 %  
Abstention 16,451  
Broker  
331,644,521  
Non-Votes

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

Votes  
For 431,903,225 33.9 %  
Votes  
Against 841,819,821 66.1 %  
Abstention 9,507,795  
Broker  
331,644,521  
Non-Votes

SIGNATURES

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 4, 2018 By: /s/ Christine L. Cavallo  
Christine L. Cavallo  
Assistant Secretary