

CHEVRON CORP  
Form 8-K  
June 04, 2012

**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 30, 2012

**Chevron Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-00368**  
(Commission  
File Number)

**94-0890210**  
(I.R.S. Employer  
Identification No.)

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**6001 Bollinger Canyon Road,**

**San Ramon, CA**  
(Address of Principal Executive Offices)

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

**94583**  
(Zip Code)

**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 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))

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

(a) Chevron Corporation's 2012 Annual Meeting of Stockholders was held on May 30, 2012.

(b) Stockholders voted on the matters, with the final voting results, set forth below.

1. The nominees for election to the Board of Directors were elected, each for a one-year term, based upon the following votes.

Nominee	Votes For	Votes Against	Abstentions	Broker Non-Votes
L.F. Deily	1,384,441,397	13,523,518	7,152,237	280,917,875
R.E. Denham	1,252,724,717	144,518,894	7,873,541	280,917,875
C. Hagel	1,385,311,245	13,034,033	6,771,874	280,917,875
E. Hernandez	1,371,358,877	26,480,365	7,277,910	280,917,875
G.L. Kirkland	1,388,517,255	10,563,057	6,036,840	280,917,875
C.W. Moorman	1,386,778,861	10,897,046	7,441,245	280,917,875
K.W. Sharer	1,363,528,775	34,233,860	7,354,517	280,917,875
J.G. Stumpf	1,360,087,450	37,927,865	7,101,837	280,917,875
R.D. Sugar	1,379,962,859	18,112,858	7,041,435	280,917,875
C. Ware	1,377,998,182	20,051,000	7,067,970	280,917,875
J.S. Watson	1,352,725,728	45,872,681	6,518,743	280,917,875

2. The Board of Directors' proposal to ratify the appointment of PricewaterhouseCoopers LLP as Chevron's independent registered public accounting firm for 2012 was approved based on the following votes:

<b>Votes for</b>	1,662,887,124	99.0%
<b>Votes against</b>	16,135,443	1.0%
<b>Abstentions</b>	7,012,460	
<b>Broker non-votes</b>	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.	

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

<b>Votes for</b>	1,319,579,223	94.8%
<b>Votes against</b>	71,677,540	5.2%
<b>Abstentions</b>	13,860,389	
<b>Broker non-votes</b>	280,917,875	

4. The stockholder proposal regarding exclusive forum provisions was not approved based on the following votes:

<b>Votes for</b>	543,627,750	38.7%
<b>Votes against</b>	830,510,942	61.3%
<b>Abstentions</b>	30,978,460	
<b>Broker non-votes</b>	280,917,875	

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5. The stockholder proposal regarding policy to designate an independent chairman was not approved based on the following votes:

<b>Votes for</b>	532,977,637	38.2%
<b>Votes against</b>	862,899,506	61.8%
<b>Abstentions</b>	9,240,009	
<b>Broker non-votes</b>	280,917,875	

6. The stockholder proposal regarding lobbying disclosure was not approved based on the following votes:

<b>Votes for</b>	307,493,783	23.3%
<b>Votes against</b>	1,013,416,088	76.7%
<b>Abstentions</b>	84,207,281	
<b>Broker non-votes</b>	280,917,875	

7. The stockholder proposal regarding guidelines for country selection was not approved based on the following votes:

<b>Votes for</b>	295,596,994	22.8%
<b>Votes against</b>	999,176,675	77.2%
<b>Abstentions</b>	110,343,483	
<b>Broker non-votes</b>	280,917,875	

8. The stockholder proposal regarding hydraulic fracturing was not approved based on the following votes:

<b>Votes for</b>	362,708,549	27.9%
<b>Votes against</b>	936,955,762	72.1%
<b>Abstentions</b>	105,452,841	
<b>Broker non-votes</b>	280,917,875	

9. The stockholder proposal regarding a report on accident risk oversight was not approved based on the following votes:

<b>Votes for</b>	112,349,306	8.7%
<b>Votes against</b>	1,173,099,309	91.3%
<b>Abstentions</b>	119,668,537	
<b>Broker non-votes</b>	280,917,875	

10. The stockholder proposal regarding special meetings was not approved based on the following votes:

<b>Votes for</b>	429,027,878	30.8%
<b>Votes against</b>	965,039,760	69.2%
<b>Abstentions</b>	11,049,514	
<b>Broker non-votes</b>	280,917,875	

11. The stockholder proposal regarding appointment of independent director with environmental expertise was not approved based on the following votes:

<b>Votes for</b>	298,006,987	21.5%
<b>Votes against</b>	1,088,886,009	78.5%
<b>Abstentions</b>	18,224,156	
<b>Broker non-votes</b>	280,917,875	

**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.

Dated: June 4, 2012

CHEVRON CORPORATION

By /S/ CHRISTOPHER A. BUTNER  
Christopher A. Butner,  
Assistant Secretary and Managing Counsel, Securities/Corporate  
Governance