

ARCHER DANIELS MIDLAND CO

Form 8-K

May 05, 2014

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 1, 2014

ARCHER-DANIELS-MIDLAND COMPANY

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction)

1-44
(Commission)

41-0129150
(IRS Employer)

of incorporation)

File Number)

Identification No.)

4666 Faries Parkway

Decatur, Illinois

(Address of principal executive offices)

62526

(Zip Code)

Registrant's telephone number, including area code: (217) 424-5200

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 (*see* General Instruction A.2. below):

- “ 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.

On May 1, 2014, Archer Daniels Midland Company (the Company) held its 2014 Annual Meeting of Stockholders. The following proposals were voted on at the meeting with the following results:

Proposal No. 1. All nominees for election to the Board of Directors listed in the proxy statement for the 2014 Annual Meeting were elected as follows:

| Nominee | For | Against | Abstain | Broker Non-Votes |
|-----------------|-------------|------------|-----------|------------------|
| A. L. Boeckmann | 479,328,014 | 3,044,086 | 1,985,080 | 56,504,679 |
| M. H. Carter | 465,359,197 | 17,206,807 | 1,791,176 | 56,504,679 |
| T. K. Crews | 480,627,165 | 1,738,533 | 1,991,482 | 56,504,679 |
| P. Dufour | 480,434,539 | 1,810,056 | 2,112,585 | 56,504,679 |
| D. E. Felsing | 478,768,614 | 3,506,813 | 2,081,753 | 56,504,679 |
| A. Maciel | 470,660,462 | 11,665,036 | 2,031,682 | 56,504,679 |
| P. J. Moore | 475,230,210 | 7,391,646 | 1,735,324 | 56,504,679 |
| T. F. O'Neill | 473,293,694 | 8,934,003 | 2,129,483 | 56,504,679 |
| F. Sanchez | 478,570,670 | 3,535,618 | 2,070,892 | 56,504,679 |
| D. Shih | 478,292,785 | 3,842,755 | 2,221,640 | 56,504,679 |
| K. R. Westbrook | 469,884,815 | 12,516,173 | 1,956,192 | 56,504,679 |
| P. A. Woertz | 449,406,055 | 27,020,036 | 7,931,089 | 56,504,679 |

Proposal No. 2. The appointment of Ernst & Young LLP as independent accountants for the year ending December 31, 2014 was ratified at the meeting by the following votes:

| For | Against | Abstain |
|-------------|-----------|-----------|
| 533,190,766 | 5,922,441 | 1,748,652 |

Proposal No. 3. The compensation of the Company's named executive officers was approved, on an advisory basis, by the following votes:

| For | Against | Abstain | Broker Non-Votes |
|-------------|------------|-----------|------------------|
| 446,612,482 | 31,154,732 | 6,589,966 | 56,504,679 |

Proposal No. 4. The stockholder's proposal regarding an independent board chairman did not pass as follows:

| For | Against | Abstain | Broker Non-Votes |
|-------------|-------------|-----------|------------------|
| 228,514,895 | 252,377,938 | 3,464,347 | 56,504,679 |

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.

ARCHER-DANIELS-MIDLAND COMPANY

Date: May 5, 2014

By /s/ D. Cameron Findlay
D. Cameron Findlay

Senior Vice President, General Counsel, and Secretary