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SEABOARD CORP /DE/
Form 8-K
April 24, 2013

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) April 22, 2013

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

| | | |
|---|---------------------------------------|---|
| Delaware (State or other jurisdiction of incorporation) | 1-3390 (Commission File Number) | 04-2260388 (I.R.S. Employer Identification No.) |
|---|---------------------------------------|---|

| | |
|--|---------------------|
| 9000 W. 67th Street, Shawnee Mission, Kansas (Address of principal executive offices) | 66202 (Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code (913) 676-8800

Not Applicable
(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

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The annual meeting of stockholders was held on April 22, 2013 in Waltham, Massachusetts. Three items were submitted to a vote as described in Seaboard's Proxy Statement dated March 15, 2013. The following table briefly describes the proposals and results of the stockholders' vote.

| | Votes in Favor | Votes Withheld | | | | | | | | | |
|--|----------------|----------------|------------------|--|----------------|---------------|------------------|---|--------|-----------|--------|
| 1. To elect the following persons as directors: | | | | | | | | | | | |
| Steven J. Bresky | 1,040,450 | 106,539 | | | | | | | | | |
| David A. Adamsen | 1,062,044 | 84,945 | | | | | | | | | |
| Douglas W. Baena | 1,061,995 | 84,994 | | | | | | | | | |
| Joseph E. Rodrigues | 1,062,145 | 84,844 | | | | | | | | | |
| Edward I. Shifman, Jr. | 1,053,330 | 93,659 | | | | | | | | | |
| <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th style="text-align: center; width: 15%;">Votes in Favor</th> <th style="text-align: center; width: 15%;">Votes Against</th> <th style="text-align: center; width: 10%;">Votes Abstaining</th> </tr> </thead> <tbody> <tr> <td>2. Stockholder proposal requesting Seaboard to report its charitable, political and lobbying contributions.</td> <td style="text-align: right;">46,170</td> <td style="text-align: right;">1,018,807</td> <td style="text-align: right;">82,012</td> </tr> </tbody> </table> | | | | | Votes in Favor | Votes Against | Votes Abstaining | 2. Stockholder proposal requesting Seaboard to report its charitable, political and lobbying contributions. | 46,170 | 1,018,807 | 82,012 |
| | Votes in Favor | Votes Against | Votes Abstaining | | | | | | | | |
| 2. Stockholder proposal requesting Seaboard to report its charitable, political and lobbying contributions. | 46,170 | 1,018,807 | 82,012 | | | | | | | | |
| <table style="width: 100%; border-collapse: collapse;"> <tbody> <tr> <td style="width: 60%;">3. To ratify selection of KPMG LLP as independent auditors for 2013.</td> <td style="text-align: right; width: 15%;">1,180,366</td> <td style="text-align: right; width: 15%;">1,806</td> <td style="text-align: right; width: 10%;">1,262</td> </tr> </tbody> </table> | | | | 3. To ratify selection of KPMG LLP as independent auditors for 2013. | 1,180,366 | 1,806 | 1,262 | | | | |
| 3. To ratify selection of KPMG LLP as independent auditors for 2013. | 1,180,366 | 1,806 | 1,262 | | | | | | | | |

There were 36,445 broker non-votes each with respect to the election of directors and proposal requesting management to report its charitable, political and lobbying contributions. There were no broker non-votes with respect to the selection of independent auditors.

Item 8.01 Other Events

On April 23, 2013, Registrant issued a press release announcing that Joseph E. Rodrigues, a long-time Seaboard director and former executive officer, passed away. As a result, his board seat is currently vacant until further notice. The full text of this press release is included as Exhibit 99.1 to this current report on Form 8-K.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

Registrant hereby furnishes the following exhibit pursuant to Item 8.01:

- 99.1 Press release of Seaboard Corporation dated April 23, 2013 announcing that Joseph E. Rodrigues, a long-time Seaboard director and former executive, passed away.

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.

DATE: April 24, 2013

Seaboard Corporation

by: /s/ Robert L. Steer
Robert L. Steer, Executive Vice President,
Chief Financial Officer

