

UNITED PARCEL SERVICE INC
Form 8-K
May 10, 2011

**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 5, 2011**

**United Parcel Service, Inc.
(Exact name of registrant as specified in its charter)**

**Delaware
(State or other jurisdiction
of incorporation)**

**001-15451
(Commission File Number)**

**58-2480149
(IRS Employer
Identification No.)**

**55 Glenlake Parkway, N.E., Atlanta, Georgia
(Address of principal executive offices)**

**30328
(Zip Code)**

**Registrant's telephone number, including area code (404) 828-6000
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 (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))
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Item 5.07 Submission of Matters to a Vote of Security Holders.

On May 5, 2011, we held our annual meeting of shareowners. Proxies for the meeting were solicited pursuant to Regulation 14A under the Securities Exchange Act of 1934. The following matters were submitted to a vote of the shareowners.

Election of Directors:

Votes regarding the election of eleven directors for a term expiring in 2011 were as follows:

| Election of Directors: | For | Against | Abstentions | Broker Non-Votes |
|------------------------|---------------|------------|-------------|---------------------|
| F. Duane Ackerman | 2,036,460,405 | 95,196,450 | 38,388,946 | 115,062,443 |
| Michael J. Burns | 2,085,471,938 | 46,960,923 | 37,612,940 | 115,062,443 |
| D. Scott Davis | 2,071,382,816 | 68,934,729 | 29,728,256 | 115,062,443 |
| Stuart E. Eizenstat | 2,064,895,733 | 65,572,150 | 39,577,918 | 115,062,443 |
| Michael L. Eskew | 2,092,582,060 | 51,692,513 | 25,771,228 | 115,062,443 |
| William R. Johnson | 2,078,103,285 | 52,915,778 | 39,026,738 | 115,062,443 |
| Ann M. Livermore | 2,077,900,614 | 57,774,117 | 34,371,070 | 115,062,443 |
| Rudy H.P. Markham | 2,046,198,680 | 84,334,411 | 39,512,710 | 115,062,443 |
| Clark T. Randt, Jr. | 2,080,044,320 | 51,334,881 | 38,666,600 | 115,062,443 |
| John W. Thompson | 2,066,672,165 | 64,794,842 | 38,578,794 | 115,062,443 |
| Carol B. Tomé | 2,083,936,879 | 50,656,049 | 35,452,873 | 115,062,443 |

Under our Bylaws, each of the directors was elected, having received more votes for than against.

Say on Pay:

Votes on a proposal to approve, on an advisory basis, executive compensation were as follows:

| | For | Against | Abstentions | Broker Non-Votes |
|--|---------------|-------------|-------------|---------------------|
| Approve, on an advisory basis, executive compensation | 1,971,030,227 | 144,296,936 | 54,718,638 | 115,062,443 |

Say When on Pay:

Votes on a proposal to indicate, on an advisory basis, the frequency of future advisory votes on executive compensation were as follows:

| | One Year | Two Years | Three Years | Abstentions | Broker Non-Votes |
|---|-------------|------------|---------------|-------------|---------------------|
| Advisory vote on the frequency of future votes on executive compensation | 530,339,206 | 93,717,875 | 1,489,632,711 | 56,356,009 | 115,062,443 |

On May 5, 2011, following the annual meeting, our board of directors determined that future advisory votes on executive compensation will be held every three years.

Ratification of Accountants:

Votes regarding the proposal to ratify the appointment of Deloitte & Touche LLP as our independent registered public accountants for the year ending December 31, 2011 were as follows:

| | For | Against | Abstentions |
|--|---------------|------------|-------------|
| Ratify the appointment of Deloitte & Touche LLP | 2,212,951,525 | 44,344,353 | 27,812,366 |

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.

UNITED PARCEL SERVICE, INC.

Date: May 10, 2011

By: /s/ Kurt P. Kuehn
Kurt P. Kuehn
Senior Vice President and Chief
Financial Officer