

WEYERHAEUSER CO  
Form 8-K  
April 19, 2011

# 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

April 14, 2011

(Date of earliest event report)

## WEYERHAEUSER COMPANY

(Exact name of registrant as specified in charter)

Washington  
(State or other jurisdiction of  
incorporation or organization)

1-4825  
(Commission  
File Number)  
Federal Way, Washington 98063-9777

91-0470860  
(IRS Employer  
Identification Number)

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(Address of principal executive offices)

(zip code)

Registrant's telephone number, including area code:

(253) 924-2345

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))

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## SECURITIES AND EXCHANGE COMMISSION

WASHINGTON D.C., 20549

## ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

Matters voted upon and votes cast at the annual meeting of shareholders of Weyerhaeuser Company held on Thursday, April 14, 2011, were:

The reelection of Wayne W. Murdy, John I. Kieckhefer, Charles R. Williamson to the board of directors.

|            | <b>For</b>  | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------|-------------|----------------|----------------|-----------------------------|
| Murdy      | 416,781,001 | 9,561,348      | 1,471,506      | 42,432,944                  |
| Kieckhefer | 412,884,676 | 13,462,771     | 1,466,407      | 42,432,945                  |
| Williamson | 421,904,779 | 4,479,799      | 1,429,277      | 42,432,944                  |

|   | <b>For</b>  | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---|-------------|----------------|----------------|-----------------------------|
| Proposal to amend the Articles of Incorporation to give shareholders the right to call special meetings | 466,915,807 | 2,298,319      | 1,032,673      | 0                           |
| Proposal to approve the advisory (non-binding) resolution relating to executive compensation            | 344,086,584 | 81,744,836     | 1,982,434      | 42,432,945                  |
| Proposal to approve, on an advisory basis, the appointment of auditors                                  | 460,220,293 | 6,948,853      | 1,077,653      | 0                           |

|   | <b>One Year</b> | <b>Two<br/>Years</b> | <b>Three<br/>Years</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---|-----------------|----------------------|------------------------|----------------|-----------------------------|
| Advisory vote on the frequency of the advisory vote on executive compensation | 330,401,197     | 3,001,718            | 92,464,691             | 1,946,247      | 42,432,946                  |

In light of the vote by shareholders on the frequency of the advisory vote on executive compensation and the Board's recommended frequency for such vote, the Company will ask shareholders to vote on executive compensation each year until the next required vote on executive compensation.

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.

WEYERHAEUSER COMPANY

By                    /s/ Jerald W. Richards  
Its:                   Chief Accounting Officer

Date: April 19, 2011