# 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): June 5, 2024

# Airbnb, Inc.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 001-39778 (Commission File Number)

26-30514 (IRS Emplo Identification

888 Brannan Street
San Francisco, California 94103
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (415) 510-4027

Not applicable
(Former name or former address, if changed since last report)

under any of the following provisions:
Written communication 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 C $240.14d-2(b)$ )
Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 C $240.13e-4(c)$ )

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each ex on which regis
Class A common stock, \$0.0001 par	ABNB	The Nasdaq Stoc
value per share		

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 chapter).

Emerging grov

If an emerging growth company, indicate by check mark if the registrant has elected not to use the externation period for complying with any new or revised financial accounting standards provided pursuant to Section 1.
Exchange Act. □

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

On June 5, 2024, Airbnb, Inc. (the "Company") held its 2024 Annual Meeting of Stockholders (the "Annual Set forth below are the matters acted upon at the Annual Meeting and the final voting results on each m

#### **Proposal One: Election of Directors**

The Company's stockholders elected Brian Chesky, Angela Ahrendts and Kenneth Chenault as members Company's board of directors as Class I directors for a three-year term. The results of the vote were as fe

Nominee	For	Withheld	<b>Broker Non-</b>
Brian Chesky	4,153,138,691	16,081,135	78,026,81
Angela Ahrendts	3,996,535,009	169,478,969	81,232,66
Kenneth Chenault	4,070,624,014	95,415,172	81,207,45

#### Proposal Two: Ratification of Appointment of Independent Registered Public Accounting Firm

The Company's stockholders ratified the appointment of PricewaterhouseCoopers LLP as the Company's registered public accounting firm for the fiscal year ending December 31, 2024. The results of the vote w

For	Against	Abstain	Broker Non-Vote
4,240,273,330	3,098,017	3,875,295	_

#### Proposal Three: Advisory Vote on the Approval of the Compensation of the Company's Named E Officers

The Company's stockholders approved, on an advisory (non-binding) basis, the compensation of the Company's proxy states and Exchange Company's proxy states and Exchange Commission of the vote were as follows:

For	Against	Abstain	Broker Non-Vote
4.120.085.505	47.751.559	1,606,098	77.803.481

# Proposal Four: Amendment and Restatement of Restated Certificate of Incorporation to Provid Exculpation

The Company's stockholders approved an amendment and restatement of the Company's restated certific incorporation to provide for the exculpation of officers. The results of the vote were as follows:

For	Against	Abstain	Broker Non-Vote
4,059,671,591	107,016,982	2,754,590	77,803,480

### **Proposal Five: Stockholder Proposal**

The Company's stockholders did not approve a stockholder proposal regarding political disclosure. The roote were as follows:

For	Against	Abstain	Broker Non-Vote
168,610,749	3,998,681,331	2,151,082	77,803,481

#### Item 9.01 Financial Statements and Exhibits.

#### (d) Exhibits

Exhibit No.	<u>Description</u>
3.1	Restated Certificate of Incorporation of Airbnb, Inc.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has this report to be signed on its behalf by the undersigned hereunto duly authorized.

AIRBNB, INC.

Date: June 7, 2024 By: /s/ Elinor Mertz

Elinor Mertz

Chief Financial Officer