

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

Emerging growth

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 101(b) of the Securities 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 Meeting”). Set forth below are the matters acted upon at the Annual Meeting and the final voting results on each matter.

Proposal One: Election of Directors

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

<u>Nominee</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
Brian Chesky	4,153,138,691	16,081,135	78,026,811
Angela Ahrendts	3,996,535,009	169,478,969	81,232,661
Kenneth Chenault	4,070,624,014	95,415,172	81,207,451

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 independent registered public accounting firm for the fiscal year ending December 31, 2024. The results of the vote were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
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 Executive Officers

The Company’s stockholders approved, on an advisory (non-binding) basis, the compensation of the Company’s named executive officers for the fiscal year ended December 31, 2023, as disclosed in the Company’s proxy statement. The results of the vote were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
4,120,085,505	47,751,559	1,606,098	77,803,481

Proposal Four: Amendment and Restatement of Restated Certificate of Incorporation to Provide for the Exculpation of Officers

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

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
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 number of votes cast and the results of the vote were as follows:

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

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<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 caused 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