

ARCHER DANIELS MIDLAND CO  
Form DEFR14A  
March 29, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the Securities**

**Exchange Act of 1934 (Amendment No. 1)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

ARCHER-DANIELS-MIDLAND COMPANY

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
- (3) Filing Party:
- (4) Date Filed:

**ARCHER-DANIELS-MIDLAND COMPANY**

**77 West Wacker Drive, Suite 4600, Chicago, Illinois 60601**

**AMENDMENT NO. 1 TO ARCHER-DANIELS-MIDLAND COMPANY**

**PROXY STATEMENT**

**FOR ANNUAL MEETING OF STOCKHOLDERS**

**TO BE HELD THURSDAY, MAY 3, 2018**

**EXPLANATORY NOTE**

This Amendment No. 1 to Schedule 14A ( Amendment No. 1 ) is being filed to amend Archer-Daniels-Midland Company s definitive proxy statement for its Annual Meeting of Stockholders to be held on Thursday, May 3, 2018 (the Proxy Statement ), which was filed with the Securities and Exchange Commission on March 23, 2018, in order to correct an error to Juan R. Luciano s compensation set forth in the Proxy Summary section on page 1 of the Proxy Statement. All other items of the Proxy Statement are incorporated herein by reference without changes. Except as specifically discussed in this Explanatory Note, this Amendment No. 1 does not otherwise modify or update any other disclosures presented in the Proxy Statement. In addition, this Amendment No. 1 does not reflect events occurring after the date of the Proxy Statement or modify or update disclosures that may have been affected by subsequent events.

**CHANGE TO PROXY STATEMENT**

The Executive Compensation subsection of the Proxy Summary section on page 1 of the Proxy Statement is amended as follows:

**Executive Compensation**

See pages 37-47

**CEO:** Juan R. Luciano

**CEO 2017 TOTAL DIRECT COMPENSATION:**

Salary: \$1,300,008

Non-Equity Incentive Plan Compensation: \$2,251,600

Long-Term Incentives: \$12,166,416

**CEO Employment Agreement:** No

**Change-in-Control Agreement:** No

**Stock Ownership Guidelines:** Yes

**Hedging Policy:** Yes

**IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE**

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**STOCKHOLDER MEETING TO BE HELD ON MAY 3, 2018:**

**THIS AMENDMENT NO. 1, THE PROXY STATEMENT AND ANNUAL REPORT TO**

**STOCKHOLDERS ARE AVAILABLE AT**

**<https://www.proxy-direct.com/MeetingDocuments/29653/ARCHER-DANIELS-MIDLAND.pdf>.**