

Edgar Filing: Science Applications International Corp - Form 8-K

Science Applications International Corp
Form 8-K
June 09, 2015

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 3, 2015

Science Applications International Corporation

(Exact name of registrant as specified in its charter)

| | | |
|------------------------------|--------------|---------------------|
| Delaware | 001-35832 | 46-1932921 |
| (State or other Jurisdiction | (Commission | (IRS Employer |
| of Incorporation) | File Number) | Identification No.) |

| | |
|--|------------|
| 1710 SAIC Drive, McLean, Virginia | 22102 |
| (Address of Principal Executive Offices) | (Zip Code) |

Registrant's telephone number, including area code: (703) 676-6942

Not Applicable

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(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:

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))

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

The Annual Meeting of Stockholders of Science Applications International Corporation (“SAIC”) was held on June 3, 2015. The final voting results on each of the matters presented to stockholders for a vote is set forth below.

1. The nominees for election to the Board of Directors were elected, each for a one-year term, based upon the following votes:

| Director Nominee | Number of Votes | | | Broker |
|--------------------------|-----------------|---------|---------|-----------|
| | For | Against | Abstain | Non-Votes |
| Robert A. Bedingfield | 31,181,177 | 321,506 | 200,532 | 4,907,533 |
| Deborah B. Dunie | 31,154,017 | 352,928 | 196,270 | 4,907,533 |
| Thomas F. Frist III | 31,133,458 | 365,902 | 203,855 | 4,907,533 |
| John J. Hamre | 31,078,825 | 423,091 | 201,299 | 4,907,533 |
| Timothy J. Mayopoulos | 31,171,638 | 328,579 | 202,998 | 4,907,533 |
| Anthony J. Moraco | 31,212,136 | 304,448 | 186,631 | 4,907,533 |
| Donna S. Morea | 31,152,485 | 352,621 | 198,109 | 4,907,533 |
| Edward J. Sanderson, Jr. | 31,136,009 | 357,820 | 209,386 | 4,907,533 |
| Steven R. Shane | 31,177,396 | 323,404 | 202,415 | 4,907,533 |

2. The proposal to approve, on a non-binding, advisory basis, the compensation of our named executive officers as disclosed in our proxy statement was approved based upon the following votes:

| | |
|--------------------|------------|
| Votes for approval | 30,520,249 |
| Votes against | 737,614 |
| Abstentions | 445,352 |
| Broker non-votes | 4,907,533 |

3. The proposal to ratify the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for the fiscal year ending January 29, 2016 was approved based upon the following votes:

| | |
|--------------------|------------|
| Votes for approval | 36,325,371 |
| Votes against | 118,099 |
| Abstentions | 167,278 |
| Broker non-votes | 0 |

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.

Science Applications International Corporation

By: /s/ Paul H. Greiner
Paul H. Greiner

Senior Vice President and Corporate Secretary
Dated: June 8, 2015