

ON ASSIGNMENT INC
Form 8-K
June 16, 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

June 11, 2015

Date of Report (Date of earliest event reported):

On Assignment, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

000-20540

(Commission File Number)

26745 Malibu Hills Road, Calabasas, California

(Address of principal executive offices)

(818) 878-7900

(Registrant's telephone number, including area code)

95-4023433

(IRS Employer Identification No.)

91301

(Zip Code)

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 (see General Instruction A.2. below):

- 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)

- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07 Submission of Matters to a Vote of Security Holders

On June 11, 2015, On Assignment, Inc. (the “Company”) held its 2015 Annual Meeting of Stockholders (the “Annual Meeting”) at the New York Palace Hotel located at 455 Madison Avenue, New York City, New York. A total of 51,715,604 shares of the Company’s common stock were entitled to vote as of April 13, 2015, the record date for the Annual Meeting. There were 47,851,449 shares present in person or by proxy at the Annual Meeting, at which the stockholders were asked to vote on several proposals. Below is a summary of the proposals and corresponding votes.

Proposal 1. Election of Directors

The first proposal was the election of two members of the Board to serve as directors until the 2018 annual meeting of stockholders or until their successors are duly elected and qualified. Jeremy M. Jones and Marty R. Kittrell were elected receiving votes as follows:

| Nominee | For | Withheld | Broker Non-Votes |
|-------------------|------------|----------|------------------|
| Jeremy M. Jones | 44,369,177 | 873,815 | 2,608,457 |
| Marty R. Kittrell | 44,623,032 | 619,960 | 2,608,457 |

Proposal 2. Advisory Vote on Executive Compensation

The non-binding advisory vote to approve the compensation of the Company’s named executive officers was approved as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 37,972,466 | 6,912,562 | 357,964 | 2,608,457 |

Proposal 3. Ratification of Appointment of Independent Registered Public Accounting Firm

The appointment of Deloitte & Touche LLP to serve as our independent registered public accounting firm for the fiscal year ending December 31, 2015 was ratified by the Company’s stockholders as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 47,012,014 | 833,212 | 6,223 | 0 |

SIGNATURES

According to the requirements of the Securities Exchange Act, as amended, the Company has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized on June 15, 2015.

ON ASSIGNMENT, INC.

/s/ Jennifer Hanks Painter
By: Jennifer Hanks Painter
Its: SVP, Chief Legal Officer and Secretary