

DST SYSTEMS INC  
Form 8-K  
May 15, 2013

**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): **May 14, 2013**

**DST SYSTEMS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**1-14036**  
(Commission File Number)

**333 West 11th Street, Kansas City, Missouri**  
(Address of principal executive offices)

**43-1581814**  
(I.R.S. Employer Identification No.)

**64105**  
(Zip Code)

**(816) 435-1000**

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Registrant's telephone number, including area code

**Not Applicable**

(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 (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)
  - 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))
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**Item 5.07 Submission of Matters to a Vote of Security Holders**

In connection with its Annual Meeting of Stockholders on May 14, 2013, DST Systems, Inc. (the Company) solicited proxies pursuant to Regulation 14A on the three proposals described in the Company's Definitive Proxy Statement dated March 22, 2013.

The Board's nominees for directors were elected and shareholders ratified the Audit Committee's selection of independent registered public accounting firm PricewaterhouseCoopers LLP for fiscal year 2013 (Independent Accountants). Shareholders advised in favor of the named officer compensation resolution set forth in the proxy statement (Say on Pay). The votes were cast as follows:

Proposal 1: Election of Directors for a Term Ending in 2016

|                  | <b>A. Edward Allinson</b> | <b>Stephen C. Hooley</b> | <b>Brent L. Law</b> |
|------------------|---------------------------|--------------------------|---------------------|
| For              | 35,457,511                | 36,959,936               | 37,330,233          |
| Withheld         | 2,462,380                 | 959,955                  | 589,658             |
| Broker Non-Votes | 2,488,262                 | 2,488,262                | 2,488,262           |

Proposal 2: Ratify the Independent Accountants for Fiscal Year 2013

|                  |            |
|------------------|------------|
| For              | 39,080,847 |
| Against          | 840,561    |
| Abstain          | 486,745    |
| Broker Non-Votes | 0          |

Proposal 3: Non-Binding Advisory Vote on Named Officer Compensation (Say on Pay)

|                  |            |
|------------------|------------|
| For              | 37,034,307 |
| Against          | 673,944    |
| Abstain          | 211,640    |
| Broker Non-Votes | 2,488,262  |

Signatures

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

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Date: May 15, 2013

**DST SYSTEMS, INC.**

By: /s/ Kenneth V. Hager  
Name: Kenneth V. Hager  
Title: Vice President, Chief Financial  
Officer and Treasurer