

ServiceNow, Inc.
Form 8-K
June 11, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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 6, 2013

SERVICENOW, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

001-35580
(Commission File Number)

20-2056195
(I.R.S. Employer
Identification Number)

4810 Eastgate Mall
San Diego, California
(Address of Principal Executive Offices)

92121
(Zip Code)

Registrant's telephone number, including area code: (858) 720-0477

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.

On June 6, 2013, ServiceNow, Inc. (the “Company”) held its 2013 Annual Meeting of Stockholders (“Annual Meeting”) and the following proposals were adopted by the votes indicated:

1.Election of three Class I directors, Paul V. Barber, Ronald E.F. Codd and Frank Sloatman, to serve a three year term, which will expire at the 2016 Annual Meeting of Stockholders, or until such time as their respective successors have been duly elected and qualified:

| Nominees | Shares For | Shares Withheld | Broker Non-Votes |
|------------------|-------------|-----------------|------------------|
| Paul V. Barber | 109,096,610 | 3,455,943 | 14,420,519 |
| Ronald E.F. Codd | 112,221,295 | 331,258 | 14,420,519 |
| Frank Sloatman | 111,842,315 | 710,238 | 14,420,519 |

2.Re-approval of the 2012 Equity Incentive Plan for purposes of complying with Section 162(m) of the Internal Revenue Code:

| Shares For | Shares Against | Shares Abstaining | Broker Non-Votes |
|------------|----------------|-------------------|------------------|
| 82,610,761 | 29,919,512 | 22,271 | 14,420,519 |

3.Ratification of the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2013:

| Shares For | Shares Against | Shares Abstaining |
|-------------|----------------|-------------------|
| 126,962,728 | 0 | 10,344 |

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.

SERVICENOW, INC.

By: /s/ Michael P. Scarpelli
Michael P. Scarpelli
Chief Financial Officer

Date: June 11, 2013