

FORWARD INDUSTRIES INC  
Form SC 13G/A  
February 04, 2011

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No: 1)

FORWARD INDUSTRIES INC.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

349862300

-----  
(CUSIP Number)

December 31, 2010

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [X] Rule 13d-1(b)  
[ ] Rule 13d-1(c)  
[ ] Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 349862300

(1) Names of reporting persons. BlackRock, Inc.

(2) Check the appropriate box if a member of a group  
(a) [ ]

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(b) ☒ [X]

(3) SEC use only

(4) Citizenship or place of organization

Delaware

Number of shares beneficially owned by each reporting person with:

(5) Sole voting power

645669

(6) Shared voting power

None

(7) Sole dispositive power

645669

(8) Shared dispositive power

None

(9) Aggregate amount beneficially owned by each reporting person

645669

(10) Check if the aggregate amount in Row (9) excludes certain shares

(11) Percent of class represented by amount in Row 9

8.02%

(12) Type of reporting person

HC

Item 1.

Item 1(a) Name of issuer:

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FORWARD INDUSTRIES INC.

Item 1(b) Address of issuer's principal executive offices:

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1801 Green Rd Suite E  
Pompano Beach FL 33064

Item 2.

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2(a) Name of person filing:

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BlackRock, Inc.

2(b) Address or principal business office or, if none, residence:

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BlackRock Inc.  
40 East 52nd Street  
New York, NY 10022

2(c) Citizenship:

-----  
See Item 4 of Cover Page

2(d) Title of class of securities:

-----  
Common Stock

2(e) CUSIP No.:

See Cover Page

### Item 3.

If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- ☐ Broker or dealer registered under Section 15 of the Act;
- ☐ Bank as defined in Section 3(a)(6) of the Act;
- ☐ Insurance company as defined in Section 3(a)(19) of the Act;
- ☐ Investment company registered under Section 8 of the Investment Company Act of 1940;
- ☐ An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- ☐ An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- ☒ A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- ☐ A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);
- ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

### Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

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Amount beneficially owned:

645669

Percent of class

8.02%

Number of shares as to which such person has:

Sole power to vote or to direct the vote

645669

Shared power to vote or to direct the vote

None

Sole power to dispose or to direct the disposition of

645669

Shared power to dispose or to direct the disposition of

None

Item 5.

Ownership of 5 Percent or Less of a Class. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [ ].

Item 6. Ownership of More than 5 Percent on Behalf of Another Person

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

The interest of one such person, Extended Equity Market Fund , an investment company registered under the Investment Company Act of 1940, in the common stock of FORWARD INDUSTRIES INC.is more than five percent of the total outstanding common stock.

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

See Exhibit A

Item 8. Identification and Classification of Members of the Group

If a group has filed this schedule pursuant to Rule 13d-1(b)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identity of each member of the group.

Item 9. Notice of Dissolution of Group

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity.

See Item 5.

Item 10. Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 21, 2011  
BlackRock, Inc.

Signature: Matthew J. Fitzgerald

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Name/Title Attorney-In-Fact

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement,

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provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

Exhibit A

Subsidiary

BlackRock Institutional Trust Company, N.A. \*  
BlackRock Fund Advisors  
BlackRock Advisors, LLC

\*Entity beneficially owns 5% or greater of the outstanding shares of the security class being reported on this Schedule 13G.  
Exhibit B

### POWER OF ATTORNEY

The undersigned, BLACKROCK, INC., a corporation duly organized under the laws of the State of Delaware, United States (the "Company"), does hereby make, constitute and appoint each of Robert Connolly, Howard Surloff, Edward Baer, Bartholomew Battista, Daniel Walther, Karen Clark, John Stelley, Denis Molleur, Daniel Ronnen, Brian Kindelan, Nicholas Hall, Con Tzatzakis, John Blevins, Rick F. Froio and Matthew Fitzgerald acting severally, as its true and lawful attorneys-in-fact, for the purpose of, from time to time, executing in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all documents, certificates, instruments, statements, other filings and amendments to the foregoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, including without limitation Forms 3, 4, 5, 13D, 13F and 13G and any amendments to any of the foregoing as may be required to be filed with the Securities and Exchange Commission, and delivering, furnishing or filing any such documents with the appropriate governmental, regulatory authority or other person, and giving and granting to each such attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof. Any such determination by an attorney-in-fact named herein shall be conclusively evidenced by such person's execution, delivery, furnishing or filing of the applicable document.

This power of attorney shall expressly revoke the power of attorney dated January 11, 2008 in respect of the subject matter hereof, shall be

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valid from the date hereof and shall remain in full force and effect until either revoked in writing by the Company, or, in respect of any attorney-in-fact named herein, until such person ceases to be an employee of the Company or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has caused this power of attorney to be executed as of this 14th day of December, 2009.

BLACKROCK, INC.

By:            /s/ Robert W. Doll, Jr.  
Name: Robert W. Doll, Jr.  
Title: Vice Chairman

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Commission File No. 001-16427

Georgia  
(State or other jurisdiction of incorporation)

37-1490331  
(IRS Employer Identification Number)

601 Riverside Avenue, Jacksonville, Florida  
(Address of principal executive offices)

32204  
(Zip Code)

(904) 438-6000  
(Registrant's telephone number, including area 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)
- ☐ 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) On May 27, 2015, at the 2015 Annual Meeting of Shareholders (the “Annual Meeting”) of Fidelity National Information Services, Inc. (the “Company”), the shareholders of the Company approved an amendment and restatement of the Fidelity National Information Services, Inc. 2008 Omnibus Incentive Plan (as amended and restated, the “Plan”) to increase the authorized shares available for issuance thereunder by 12,000,000 shares. A more detailed summary of the principal features of the Plan can be found in the Company’s proxy statement (the “Proxy Statement”) for the Annual Meeting filed with the Securities and Exchange Commission on April 17, 2015. The descriptions of the Plan contained herein and in the Proxy Statement are qualified in their entirety by reference to the full text of the Plan, which was filed as Annex A to the Proxy Statement and is incorporated by reference herein.

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

The Annual Meeting was held on May 27, 2015. At the Annual Meeting, the shareholders of the Company approved the following matters submitted to them for consideration:

1. The shareholders elected all persons nominated as directors to serve until the Company’s 2016 Annual Meeting of Shareholders, as set forth in the Proxy Statement, with the following voting results:

Nominee	Votes “For”	Votes "Against"	Abstentions	Broker Non-Votes
Ellen R. Alemany	232,222,238	454,081	2,642,205	21,648,592
William P. Foley, II	228,849,776	3,931,301	2,537,447	21,648,592
Thomas M. Hagerty	212,047,636	20,656,128	2,614,760	21,648,592
Keith W. Hughes	211,305,597	21,344,807	2,668,120	21,648,592
David K. Hunt	210,804,943	21,908,294	2,605,287	21,648,592
Stephan A. James	232,171,473	477,296	2,669,755	21,648,592
Frank R. Martire	230,888,045	1,769,046	2,661,433	21,648,592
Richard N. Massey	210,456,721	22,237,605	2,624,198	21,648,592
Leslie M. Muma	232,040,965	633,687	2,643,872	21,648,592
Gary A. Norcross	231,846,369	862,534	2,609,621	21,648,592
James B. Stallings, Jr.	232,191,677	461,552	2,665,295	21,648,592

The Company’s shareholders voted upon and approved, on an advisory basis, the compensation of the Company’s 2.named executive officers, with 199,298,329 votes for, 33,124,523 votes against, 2,895,672 abstentions and 21,648,592 broker non-votes.

The Company’s shareholders voted upon and approved the amendment and restatement of the Fidelity National 3.Information Services, Inc. 2008 Omnibus Incentive Plan, with 220,101,685 votes for, 11,323,177 votes against, 3,893,662 abstentions and 21,648,592 broker non-votes.

The Company’s shareholders voted upon and ratified the appointment of KPMG LLP as the Company’s independent 4.registered public accounting firm for 2015, with 252,545,129 votes for, 1,787,369 votes against and 2,634,618 abstentions.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits



Exhibit	Description
10.1	Fidelity National Information Services, Inc. 2008 Omnibus Incentive Plan, as amended and restated effective May 27, 2015 (incorporated by reference to Annex A to the Company's Definitive Proxy Statement on Schedule 14A filed on April 17, 2015)

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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.

Date: June 1, 2015

Fidelity National Information Services, Inc.

By: /s/ Michael P. Oates

Name: Michael P. Oates

Title: Corporate Executive Vice President,  
General Counsel and Corporate Secretary

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EXHIBIT INDEX

Exhibit	Description
10.1	Fidelity National Information Services, Inc. 2008 Omnibus Incentive Plan, as amended and restated effective May 27, 2015 (incorporated by reference to Annex A to the Company's Definitive Proxy Statement on Schedule 14A filed on April 17, 2015)