

NOW Inc.
Form 8-K
May 27, 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) May 27, 2015

NOW INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

7402 North Eldridge Parkway

001-36325
(Commission

File Number)

46-4191184
(IRS Employer

Identification No.)

77041

Houston, Texas

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: 281-823-4700

(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

On May 27, 2015, NOW Inc. (the Company) held its Annual Meeting of Stockholders where the following matters were voted upon and approved by the Company's stockholders:

1. the election of three members to the Board of Directors;
2. the ratification of the appointment of Ernst & Young LLP as the Company's independent auditors for 2015;
3. the approval, on an advisory basis, of the compensation of our named executive officers;
4. the frequency for the advisory vote on named executive officer compensation to be conducted on an annual basis; and
5. the approval of the NOW Inc. Annual Incentive Plan for Executive Officers.

The following is a summary of the voting results for each matter presented to the Company's stockholders:

| | FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|--|------------|----------------|----------------|-----------------------------|
| 1. Election of directors: | | | | |
| Terry Bonno | 92,004,368 | 204,420 | 34,427 | 7,440,181 |
| Galen Cobb | 92,002,761 | 206,562 | 33,892 | 7,440,181 |
| James Crandell | 82,059,346 | 10,150,873 | 32,996 | 7,440,181 |
| The three directors nominated by the Board of Directors were re-elected to serve three-year terms expiring in 2018. There were no nominees to office other than the directors elected. | | | | |
| | FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
| 2. Ratification of the appointment of Ernst & Young LLP as the Company's independent auditors for 2015 | | | | |
| | 99,358,496 | 66,149 | 258,751 | 0 |

| | FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|--|---------------------|------------------|------------------------|-----------------------------|
| 3. Approval of the compensation of the Company's named executive officers | 89,712,625 | 2,390,275 | 140,315 | 7,440,181 |
| | ONE YEAR | TWO YEARS | THREE YEARS | ABSTAIN |
| 4. Frequency for the advisory vote on the Company's named executive officer compensation | 90,746,956 | 126,536 | 1,250,310 | 119,413 |
| | FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
| 5. Approval of the NOW Inc. Annual Incentive Plan for Executive Officers | 90,875,351 | 1,228,528 | 139,336 | 7,440,181 |

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: May 27, 2015

NOW INC.

/s/ Raymond W. Chang
Raymond W. Chang

Vice President & General Counsel