

JACK IN THE BOX INC /NEW/
Form 8-K
February 18, 2014
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): February 14, 2014

JACK IN THE BOX INC.
(Exact name of registrant as specified in
its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

1-9390
(Commission File
Number)

95-2698708
(I.R.S. Employer
Identification Number)

9330 BALBOA AVENUE, SAN DIEGO, CA 92123
(Address of principal executive offices) (Zip Code)

(858) 571-2121
(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 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 5.07 Submission of Matters to a Vote of Security Holders

The annual meeting of the stockholders of Jack in the Box Inc. (the “Company”) was held on February 14, 2014. Matters submitted to the shareholders and voted upon at the meeting, which are more fully described in the Company's proxy statement, were as follows: (1) Election of the seven members of the board of directors; (2) Ratification of the appointment of KPMG LLP as independent registered public accountants for the fiscal year ending September 28, 2014; and (3) Consideration and approval of an advisory (non-binding) resolution regarding executive compensation. All directors were elected and Proposals (2) and (3) were approved. The final voting results are set forth below.

(1) The following directors were elected by the affirmative vote of a majority of votes cast for that director (abstentions and broker non-votes are not counted either as a vote cast “for” or “against”):

Nominees for Director	Votes Cast For		Votes Cast	Abstain	Broker Non-Votes
	Number	% of Votes Cast	Against		
Leonard A. Comma	37,294,113	98.50	564,205	43,132	2,274,092
David L. Goebel	37,744,873	99.64	133,729	22,848	2,274,092
Madeleine A. Kleiner	37,742,476	99.63	137,183	21,791	2,274,092
Michael W. Murphy	37,574,908	99.19	303,668	22,874	2,274,092
James M. Myers	37,867,445	99.97	10,889	23,116	2,274,092
David M. Tehle	37,867,099	99.96	11,547	22,804	2,274,092
John T. Wyatt	37,856,989	99.94	21,223	23,238	2,274,092

(2) The appointment of KPMG LLP was ratified by a majority of the votes cast (there were no broker non-votes on this proposal):

Votes Cast For		Votes Cast	Abstain	
Number	% of Votes Cast	Against		
39,789,371	99.03	355,368	30,803	-

(3) The compensation of named executive officers was approved, on an advisory basis, by a majority of the votes cast (abstentions are counted as votes “against” the proposal; broker non-votes are not counted as either “for” or “against” the proposal):

Votes Cast For		Votes Cast	Abstain	Broker Non-Votes
Number	% of Votes Cast	Against		
37,069,345	97.80	802,207	29,898	2,274,092

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.

JACK IN THE BOX INC.

By: /s/ Jerry P. Rebel
Jerry P. Rebel
Executive Vice President
Chief Financial Officer
(Principal Financial Officer)
(Duly Authorized Signatory)
Date: Feb. 17, 2014