

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

**BROADRIDGE FINANCIAL SOLUTIONS, INC.**

CIK: **1383312** | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **0630**  
Type: **8-K** | Act: **34** | File No.: **001-33220** | Film No.: **13659976**  
SIC: **7389** Business services, nec

Mailing Address

1981 MARCUS AVENUE  
LAKE SUCCESS NY 11042

Business Address

1981 MARCUS AVENUE  
LAKE SUCCESS NY 11042  
516-472-5400

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**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): March 1, 2013**

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**BROADRIDGE FINANCIAL SOLUTIONS, INC.**

(Exact name of registrant as specified in its charter)

**DELAWARE**

(State or other jurisdiction of incorporation)

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**001-33220**

(Commission file number)

**33-1151291**

(I.R.S. Employer Identification No.)

**1981 Marcus Avenue  
Lake Success, New York 11042**

(Address of principal executive offices)

**Registrant's telephone number, including area code: (516) 472-5400**

**N/A**

(Former name or former address, if changed since last report)

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**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))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(d) On March 1, 2013, the Board of Directors of Broadridge Financial Solutions, Inc. (“Broadridge” or the “Company”) unanimously appointed Maura Markus as an independent member of the Board, effective immediately. Following the appointment, Broadridge’s Board consists of nine members, eight of whom are independent including the independent Chairman.

The Broadridge Board of Directors has determined that Ms. Markus is an independent director in accordance with the Board’s Corporate Governance Principles and the applicable rules of the New York Stock Exchange. There is no arrangement or understanding between Ms. Markus and any other person or persons pursuant to which Ms. Markus was appointed as director, and there are and have been no transactions, either since the beginning of the Company’s last fiscal year or that are currently proposed, regarding Ms. Markus that are required to be disclosed pursuant to Item 404(a) of Regulation S-K. At the time of this filing, the Board has not determined on which committees Ms. Markus will serve.

Ms. Markus is expected to receive compensation for her service on the Board that is consistent with the compensation received by the other independent directors of the Company, as described in the Company’s definitive proxy statement filed with the Securities and Exchange Commission on October 5, 2012.

The press release issued by the Company on March 4, 2013 announcing Ms. Markus’s appointment is attached hereto as Exhibit 99.1. The information furnished pursuant to Item 9.01, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities under that Section, and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act.

**Item 9.01. Financial Statements and Exhibits.**

Exhibits. The following exhibit is furnished herewith:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Broadridge Financial Solutions, Inc. dated March 4, 2013.

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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.

Dated: March 4, 2013

BROADRIDGE FINANCIAL SOLUTIONS,  
INC.

By: /s/Adam D. Amsterdam

Name: Adam D. Amsterdam

Title: Vice President, General Counsel  
and Secretary



### **Broadridge Appoints Maura Markus to its Board of Directors**

**LAKE SUCCESS, N.Y., March 4, 2013** – Broadridge Financial Solutions, Inc. (NYSE:BR) is pleased to announce the appointment of Maura Markus as an independent member of its Board of Directors. Following the appointment, Broadridge's Board consists of nine members, eight of whom are independent including the independent Chairman.

Ms. Markus is currently the President and Chief Operating Officer of Bank of the West, a position she has held since March 2010. She is responsible for the Bank's Retail Banking, Small Business Banking and Wealth Management businesses, as well as strategic, enterprise-wide programs such as digital delivery, marketing and brand development. In addition, she is a member of the Board of Directors of Bank of the West and BancWest Corporation. Prior to joining Bank of the West, Ms. Markus was a 22-year veteran of Citigroup, most recently serving as Head of International Retail Banking in Citi's Global Consumer Group. During her career at Citi, Ms. Markus held a number of additional domestic and international management positions including Sales and Marketing Director for Citibank Europe, President of Citibank Greece, and President of Citibank's U.S. Retail Banking Business. She is also a member of the Board of Directors of Catholic Charities CYO in San Francisco, and a member of the Financial Services Roundtable.

"We are pleased to welcome Maura Markus to the Broadridge Board of Directors," said Leslie A. Brun, Chairman of the Board. "We believe Maura's financial services industry knowledge and her deep management experience make her a great addition to the Broadridge Board."

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#### **About Broadridge**

Broadridge Financial Solutions, Inc. (NYSE:BR) is the leading provider of investor communications and technology-driven solutions for broker-dealers, banks, mutual funds and corporate issuers globally. Broadridge's investor communications, securities processing and operations outsourcing solutions help clients reduce their capital investments in operations infrastructure, allowing them to increase their focus on core business activities. With 50 years of experience, Broadridge's infrastructure underpins proxy voting services for over 90% of public companies and mutual funds in North America, and processes more than \$4.5 trillion in fixed income and equity trades per day. Broadridge employs approximately 6,200 full-time associates in 13 countries. For more information about Broadridge please visit [www.broadridge.com](http://www.broadridge.com).

#### **Contact Information**

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