

KFORCE INC  
Form 8-K/A  
August 10, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

**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 21, 2011

**Kforce Inc.**

(Exact name of registrant as specified in its charter)

**Florida**  
(State or other jurisdiction

of incorporation)

**000-26058**  
(Commission

File Number)

**1001 East Palm Avenue, Tampa, Florida 33605**

**59-3264661**  
(IRS Employer

Identification No.)

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(Address of principal executive offices) (Zip Code)

**Registrant's telephone number, including area code: (813) 552-5000**

N/A

(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))

**Explanatory Note**

This current report on Form 8-K/A updates information provided on a Form 8-K dated June 21, 2011 relating to disclosures made under Item 5.07, Submission of Matters to a Vote of Security Holders, associated with the Annual Meeting of Stockholders (the Annual Meeting ) for Kforce Inc. (the Company ) held on June 21, 2011.

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

As previously reported, the Company conducted a non-binding advisory vote regarding the frequency of future shareholder non-binding advisory votes on executive compensation at the Annual Meeting. A majority of the shares voted for holding this non-binding advisory vote on an annual basis.

After consideration of these voting results and other factors, the Board of Directors decided that the Company will conduct future non-binding advisory votes on executive compensation on an annual basis. The annual non-binding advisory votes on executive compensation will continue until the Board of Directors considers the results of the next shareholder non-binding advisory vote regarding the frequency of future shareholder non-binding advisory votes on executive compensation.

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.

KFORCE INC.  
(Registrant)

August 9, 2011

By: /s/ JOSEPH J. LIBERATORE  
Joseph J. Liberatore,  
Executive Vice President, Chief Financial Officer

(Principal Financial Officer)

KFORCE INC.  
(Registrant)

August 9, 2011

By: /s/ JEFFREY B. HACKMAN  
Jeffrey B. Hackman,  
Vice President, Chief Accounting Officer

(Principal Accounting Officer)