

CA, INC.  
Form 8-K  
August 03, 2012

**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: August 1, 2012**

**(Date of earliest event reported)**

**CA, Inc.**

**(Exact name of registrant as specified in charter)**

**Delaware**

**(State or other jurisdiction)**

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of incorporation)

**1-9247**

(Commission

File Number)

**One CA Plaza**

**Islandia, New York**

(Address of principal executive offices)

**13-2857434**

(IRS Employer

Identification No.)

**11749**

(Zip Code)

**(800) 225-5224**

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

(a) The annual meeting of stockholders of CA, Inc. (the Company) was held on August 1, 2012.

(b) The final voting results on the proposals presented at the meeting are set forth below.

**1. Election of Directors:**

|                        | Shares For  | Shares Against | Abstentions | Broker Non-Votes |
|------------------------|-------------|----------------|-------------|------------------|
| Jens Alder             | 378,251,773 | 639,842        | 2,977,284   | 26,419,759       |
| Raymond J. Bromark     | 378,085,981 | 799,467        | 2,983,451   | 26,419,759       |
| Gary J. Fernandes      | 377,929,799 | 964,507        | 2,974,593   | 26,419,759       |
| Rohit Kapoor           | 378,380,464 | 540,364        | 2,948,071   | 26,419,759       |
| Kay Koplovitz          | 377,559,090 | 1,348,198      | 2,961,611   | 26,419,759       |
| Christopher B. Lofgren | 377,586,247 | 1,292,243      | 2,990,409   | 26,419,759       |
| William E. McCracken   | 378,287,641 | 628,363        | 2,952,895   | 26,419,759       |
| Richard Sulpizio       | 378,291,877 | 650,216        | 2,926,806   | 26,419,759       |
| Laura S. Unger         | 377,808,903 | 1,101,324      | 2,958,672   | 26,419,759       |
| Arthur F. Weinbach     | 378,392,833 | 552,330        | 2,923,736   | 26,419,759       |
| Renato (Ron) Zambonini | 378,150,476 | 796,685        | 2,921,738   | 26,419,759       |

**2. Proposal 2 Ratification of the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending March 31, 2013:**

|            | Shares For  | Shares Against | Abstentions | Broker Non-Votes |
|------------|-------------|----------------|-------------|------------------|
| Proposal 2 | 359,508,186 | 46,132,625     | 2,647,847   | 0                |

**3. Proposal 3 Approval, by non-binding vote, of the compensation of the Company's Named Executive Officers:**

|            | Shares For  | Shares Against | Abstentions | Broker Non-Votes |
|------------|-------------|----------------|-------------|------------------|
| Proposal 3 | 373,269,108 | 4,583,177      | 4,016,614   | 26,419,759       |

**4. Proposal 4 Approval of the CA, Inc. 2012 Compensation Plan for Non-Employee Directors:**

|            | Shares For  | Shares Against | Abstentions | Broker Non-Votes |
|------------|-------------|----------------|-------------|------------------|
| Proposal 4 | 371,792,429 | 7,027,471      | 3,048,999   | 26,419,759       |

**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.

CA, Inc.

Date: August 3, 2012

By: /s/ C.H.R. DuPree  
C.H.R. DuPree  
Senior Vice President, Corporate Governance, and Corporate  
Secretary