

ServiceNow, Inc.

Form 8-K

July 27, 2016

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant To Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of report (date of earliest event reported): July 25, 2016**

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**SERVICENOW, INC.**

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

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**Delaware**

**001-35580**

**20-2056195**

(Commission File Number)

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification Number)

**2225 Lawson Lane**

**Santa Clara, California**

**95054**

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(408) 501-8550**

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(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 (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))



**Item 2.02 Results of Operations and Financial Condition.**

On July 27, 2016, ServiceNow, Inc. (“ServiceNow” or the “Company”) issued a press release announcing financial results for the three months ended June 30, 2016.

A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

The information in this report, including the exhibit attached hereto, is furnished pursuant to Item 2.02 of Form 8-K and is not deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to liabilities of that section, nor shall it be deemed incorporated by reference in any filing of ServiceNow under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof and irrespective of any general incorporation language in any filings.

ServiceNow makes reference to non-GAAP financial information in the press release. A reconciliation to the nearest comparable GAAP financial measures of the non-GAAP financial measures is included in the press release attached hereto as Exhibit 99.1. These non-GAAP financial measures are reported in addition to, and not as a substitute for, or superior to, financial measures calculated in accordance with GAAP.

ServiceNow encourages investors to carefully consider its results under GAAP, as well as its supplemental non-GAAP information and the reconciliation between these presentations, to more fully understand its business.

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

On July 25, 2016, Frederic Luddy notified ServiceNow of his intention to retire as Chief Product Officer prior to the end of 2016. Mr. Luddy will continue to serve on our Board of Directors, and he intends to continue to serve in an advisory capacity to the Company.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits.*

99.1 Press release dated July 27, 2016, announcing ServiceNow, Inc.’s financial results for the three months ended June 30, 2016.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SERVICENOW, INC.**

By: /s/ Michael P. Scarpelli

**Michael P. Scarpelli**

**Chief Financial Officer**

Date: July 27, 2016

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**Exhibit List**

Exhibit No. Exhibit Title

99.1 Press release dated July 27, 2016, announcing ServiceNow, Inc.'s financial results for the three months ended June 30, 2016.