

HEWLETT PACKARD CO
Form 8-K
May 29, 2013

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

May 24, 2013
Date of Report (Date of Earliest Event Reported)

HEWLETT-PACKARD COMPANY
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

1-4423
(Commission File Number)

94-1081436
(I.R.S. Employer
Identification No.)

3000 HANOVER STREET, PALO
ALTO, CA
(Address of principal executive offices)

(650) 857-1501
(Registrant's telephone number, including area code)

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)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
(17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
(17 CFR 240.13e-4(c))

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

As previously reported, John H. Hammergren and G. Kennedy Thompson resigned as members of the Board of Directors (the “Board”) of Hewlett-Packard Company (“HP”), effective on May 24, 2013 (the “Effective Date”). In connection with those resignations, the Board approved an amendment to Section 3.2 of Article III of HP's Amended and Restated Bylaws to reduce the number of members of the Board from eleven to nine, effective on the Effective Date. The Amended and Restated Bylaws of HP reflecting that amendment are filed with this report as Exhibit 3.1.

As previously announced, the Board has commenced a search for new Board members. The Board intends to approve further amendments to HP's Amended and Restated Bylaws to increase the number of members of the Board effective at the time that each such new Board member is elected to the Board.

Item 9.01. Financial Statements and Exhibits.

Exhibit Number	Description
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3.1	Amended and Restated Bylaws of Hewlett-Packard Company.
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SIGNATURE

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

HEWLETT-PACKARD COMPANY

DATE: May 29, 2013

By: /s/ Rishi Varma
Name: Rishi Varma
Title: Senior Vice President, Deputy General
Counsel
and Assistant Secretary

EXHIBIT INDEX

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