

KFORCE INC  
Form 8-K  
December 16, 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): December 15, 2016

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Kforce Inc.  
(Exact name of registrant as specified in its charter)

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Florida                      000-26058    59-3264661  
(State or other jurisdiction (Commission (IRS Employer  
of incorporation)            File Number) Identification No.)

1001 East Palm Avenue, Tampa, Florida 33605  
(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)

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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))



Item 8.01 Other Events.

On December 15, 2016, the Firm entered into a corporate stock repurchase plan (the “Plan”), which allows the Firm to repurchase outstanding common stock under a share repurchase program authorized by the Firm’s Board of Directors. The Plan is in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934 and effective on December 16, 2016. Purchases of common stock under the Plan are subject to certain price, market, volume and timing constraints specified in the Plan.

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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.

KFORCE INC.  
(Registrant)

December 16, 2016 By: /s/ DAVID M. KELLY  
David M. Kelly,  
Senior Vice President, Chief Financial Officer  
(Principal Financial Officer)

KFORCE INC.  
(Registrant)

December 16, 2016 By: /s/ JEFFREY B. HACKMAN  
Jeffrey B. Hackman,  
Senior Vice President, Finance & Accounting  
(Principal Accounting Officer)

D>(9) Consolidated financial results for the most recent three years

Fiscal year ended March 31,	2009	2010	2011
Total net assets	¥ 1,048,447 million	¥ 1,065,860 million	¥ 1,048,645 million
Total assets	¥ 2,688,721 million	¥ 2,836,255 million	¥ 2,885,678 million
Total net assets per share	¥ 944.24	¥ 949.19	¥ 932.46
Net sales	¥ 2,847,227 million	¥ 2,755,948 million	¥ 3,021,973 million
Operating income	¥ (55,481) million	¥ 51,903 million	¥ 78,896 million
Ordinary income	¥ (82,431) million	¥ 30,995 million	¥ 59,124 million
Net income	¥ (125,815) million	¥ 4,397 million	¥ 19,401 million
Net income per share	¥ (114.33)	¥ 4.00	¥ 17.63
Dividend per share	¥ 21	¥ 17	¥ 17

(1) Name	TOSHIBA CORPORATION ( Toshiba )
(2) Registered address	1-1, Shibaura 1-chome, Minato-ku, Tokyo 105-8001, Japan
(3) Representatives	Norio Sasaki, President and CEO
(4) Principal business	Businesses relating to the five areas of digital products , electronic devices and components , infrastructure systems , home appliances and others , etc.
(5) Stated capital	¥439,901 million
(6) Date of establishment	June 25, 1904
(7) Major shareholders and their ownership	The Master Trust Bank of Japan, Ltd. (Trust Account) 5.98% Japan Trustee Services Bank, Ltd. (Trust Account) 5.31% The Dai-ichi Life Insurance Company, Ltd. 2.72% Nippon Life Insurance Company 2.60% SSBT OD05 OMNIBUS ACCOUNT TREATY CLIENTS 2.16% Toshiba Employees Stocks Ownership Plan 2.01% Japan Trustee Services Bank, Ltd. (Trust Account 9) 1.88% Japan Trustee Services Bank, Ltd. (Trust Account 4) 1.46% NIPPONKOA Insurance Company, Ltd. 1.21% Sumitomo Mitsui Banking Corporation 1.20%
(8) Relationship with the Company and mmbi	
Shareholding	Nothing to be reported
Personnel	Nothing to be reported
Transaction	Toshiba supplies the Company with equipment for telecommunications facilities and other products.
Applicability as a related party	Not applicable
(9) Consolidated financial results for the most recent three years*	

Fiscal year ended March 31,	2009	2010	2011
Equity attributable to shareholders of Toshiba Corporation	¥ 447,346 million	¥ 797,455 million	¥ 868,119 million
Total assets	¥ 5,453,225 million	¥ 5,451,173 million	¥ 5,379,319 million
Equity per share attributable to shareholders of Toshiba Corporation	¥ 138.25	¥ 188.28	¥ 204.98
Net sales	¥ 6,512,656 million	¥ 6,291,208 million	¥ 6,398,505 million
Operating income	¥ (233,408) million	¥ 125,248 million	¥ 240,273 million
Income(loss) from continuing operations, before income taxes and noncontrolling interests	¥ (261,467) million	¥ 34,413 million	¥ 195,549 million
Net income(loss) attributable to shareholders of Toshiba Corporation	¥ (343,559) million	¥ (19,743) million	¥ 137,845 million
Basic earnings (loss) per share attributable to shareholders of Toshiba Corporation	¥ (106.18)	¥ (4.93)	¥ 32.55
Dividend per share	¥ 5		¥ 5

\* Reported in accordance with US GAAP

(1) Name Hakuhold Inc. ( Hakuhold )  
(2) Registered address 3-1, Akasaka 5-chome, Minato-ku, Tokyo 107-6322, Japan  
(3) Representatives Hirokazu Toda, President & CEO  
(4) Principal business Provision of services pertaining to advertisement and other forms of communications, etc.  
(5) Stated capital ¥35,848 million  
(6) Date of establishment February 11, 1924  
(7) Major shareholder and ownership HAKUHODO DY HOLDINGS INC. 100%  
(8) Relationship with the Company and mmbi  
Shareholding Not applicable  
Personnel Nothing to be reported  
Transaction The Company and its consolidated subsidiary, mmbi, entrust various promotion businesses to Hakuhold.  
Applicability as a related party Not applicable  
(9) Financial results for the most recent three years

Fiscal year ended March 31,	2009	2010	2011
Total net assets	¥ 145,416 million	¥ 144,776 million	¥ 139,627 million
Total assets	¥ 320,155 million	¥ 300,864 million	¥ 305,785 million
Total net assets per share			
Net sales	¥ 671,371 million	¥ 570,230 million (1,919)	¥ 570,442 million
Operating income	¥ 6,765 million 10,660	¥ million	¥ 181 million
Ordinary income	¥ million	¥ 2,285 million	¥ 3,250 million (2,063)
Net income	¥ 1,644 million	¥ 1,292 million	¥ million
Net income per share			
Dividend per share			

(1) Name	Denki Kogyo Company, Limited ( Denki Kogyo )
(2) Registered address	3-1, Marunouchi 3-chome, Chiyoda-ku, Tokyo 100-0005, Japan
(3) Representatives	Shuichi Shindo, President and Representative Director
(4) Principal business	Telecommunications and high radio frequency-related business, facilities rental business, etc.
(5) Stated capital	¥8,774 million
(6) Date of establishment	June 1, 1950
(7) Major shareholders and their ownership	Japan Trustee Services Bank, Ltd. (Trust Account) 4.70%
	Sompo Japan Insurance Inc. 3.72%
	The Master Trust Bank of Japan, Ltd. (Trust Account) 3.59%
	Nippon Life Insurance Company 3.32%
	The Bank of Tokyo-Mitsubishi UFJ, Ltd. 2.56%
	Sumitomo Mitsui Banking Corporation 2.50%
	The Dai-ichi Life Insurance Company, Limited 2.48%
	Denki Kogyo Client Stock Ownership Association 2.00%
	Trust & Custody Services Bank, Ltd. (Securities Investment Trust Account) 1.55%
	Denki Kogyo Employee Stock Ownership Plan 1.28%
(8) Relationship with the Company and mmbi	
Shareholding	Denki Kogyo owns 800 shares (0.002%) of common stock of the Company.
Personnel	Nothing to be reported
Transaction	Denki Kogyo supplies the Company with equipment for telecommunications facilities and other products.
Applicability as a related party	Not applicable
(9) Consolidated financial results for the most recent three years	

Fiscal year ended March 31,	2009	2010	2011
Total net assets	¥ 35,494 million	¥ 37,465 million	¥ 36,452 million
Total assets	¥ 60,634 million	¥ 62,110 million	¥ 59,811 million
Total net assets per share	¥ 508.90	¥ 538.84	¥ 536.73
Net sales	¥ 57,281 million	¥ 48,805 million	¥ 44,667 million
Operating income	¥ 4,975 million	¥ 4,601 million	¥ 2,553 million
Ordinary income	¥ 5,192 million	¥ 4,858 million	¥ 2,793 million
Net income	¥ 2,163 million	¥ 3,066 million	¥ 1,130 million
Net income per share	¥ 31.66	¥ 44.90	¥ 16.59
Dividend per share	¥ 28.00	¥ 22.00	¥ 6.00

(1) Name	TV TOKYO Holdings Corporation ( TV TOKYO Holdings )
(2) Registered address	3-12 Toranomon 4-chome, Minato-ku, Tokyo 105-8012, Japan
(3) Representatives	Masayuki Shimada, President and CEO
(4) Principal business	Terrestrial broadcasting business, broadcasting-related peripheral business, BS satellite broadcasting business and Internet/mobile business that perform business using the rights for secondary use of terrestrial broadcasting and other programs, or other rights derived from broadcast programs, etc.
(5) Stated capital	¥10,000 million
(6) Date of establishment	October 1, 2010
(7) Major shareholders and their ownership	Nikkei Inc. 31.46%
	Shin Nihon Kanko Co., Ltd. 5.44%
	TV TOKYO Corporation 4.77%
	Nippon Life Insurance Company 3.60%
	Mitsui & Co., Ltd. 3.48%
	Mizuho Bank, Ltd. 2.51%
	Tokyo Keikaku Inc. 2.29%
	The Bank of Tokyo-Mitsubishi UFJ, Ltd. 2.07%
	Japan Trustee Services Bank, Ltd. (Sumitomo Mitsui Banking Corporation Retirement Benefit re-entrusted by Chuo Mitsui Asset Trust and Banking Company, Ltd.) 2.05%
	Toray Industries, Inc. 1.80%
	Mainichi Broadcasting System, Inc. 1.80%
(8) Relationship with the Company and mmbi	
Shareholding	The Company owns 15,930 shares (0.01%) of common stock of TV TOKYO Holdings through its wholly-owned subsidiary, docomo.com.
Personnel	Nothing to be reported
Transaction	Not applicable
Applicability as a related party	Not applicable

## (9) Consolidated financial results for the most recent three years

Fiscal year ended March 31,	2009	2010	2011
Total net assets			¥ 61,420 million
Total assets			¥ 86,682 million
Total net assets per share			¥ 2,225.39
Net sales			¥ 107,327 million
Operating income			¥ 2,275 million
Ordinary income			¥ 2,671 million
Net income			¥ 2,694 million
Net income per share			¥ 112.79
Dividend per share			¥ 25.00



(1) Name Hakuodo DY Media Partners Inc.  
 (2) Registered address 3-1, Akasaka 5-chome, Minato-ku, Tokyo 107-6321, Japan  
 (3) Representatives Hisao Oomori, President & CEO  
 (4) Principal business Handling of newspaper, magazine, radio, television, Internet, outdoor media and other advertisements, sales promotion and public relations, etc.  
 (5) Stated capital ¥9,500 million  
 (6) Date of establishment December 1, 2003  
 (7) Major shareholder and ownership HAKUHODO DY HOLDINGS INC. 100%  
 (8) Relationship with the Company and mmbi  
 Shareholding Not applicable  
 Personnel Nothing to be reported  
 Transaction Not applicable  
 Applicability as a related party Not applicable  
 (9) Financial results for the most recent three years

Fiscal year ended March 31,	2009	2010	2011
Total net assets	¥ 9,809 million	¥ 21,336 million	¥ 20,121 million
Total assets	¥ 176,404 million	¥ 163,754 million	¥ 167,668 million
Total net assets per share			
Net sales	¥ 522,820 million	¥ 466,196 million	¥ 474,042 million
Operating income	¥ (170) million	¥ 782 million	¥ 2,280 million
Ordinary income	¥ 23 million	¥ 757 million	¥ 2,446 million
Net income	¥ (10,019) million	¥ 293 million	¥ 493 million
Net income per share			
Dividend per share			

(1) Name Philippine Long Distance Telephone Company ( PLDT )  
(2) Registered address Ramon Cojuangco Building, Makati Avenue, Makati City, Metro Manila, the Philippines  
(3) Representatives Napoleon L. Nazareno, President and CEO  
(4) Principal business Provider of fixed-line and wireless telecommunications in the Philippines  
(5) Stated capital 5.3 billion PHP  
(6) Date of establishment November 28, 1928  
(7) Major shareholders and their ownership (as of August 31, 2011) First Pacific Company Limited 26.47%  
NTT DOCOMO, INC. 14.33%\*<sup>1</sup>  
NTT Communications Corporation 6.76%  
Others 52.44%  
(8) Relationship with the Company and mmbi  
Shareholding The Company owns 26,768,074 shares (14.3%\*<sup>1, 2</sup>) of common stock of PLDT.  
Personnel The Company dispatches one board member and two corporate advisors to PLDT.  
Transaction The Company provides PLDT with various advisory services.  
Applicability as a related party PLDT is an affiliated company accounted for by the equity method.  
(9) Consolidated financial results for the most recent three years\*<sup>3</sup>

Fiscal year ended December 31,	2008	2009	2010
Shareholders equity	107.0 billion PHP	99.1 billion PHP	97.4 billion PHP
Total assets	252.6 billion PHP	280.1 billion PHP	277.8 billion PHP
Shareholders equity per share	145.6 billion PHP	148.0 billion PHP	144.5 billion PHP
Net sales	54.5 billion PHP	54.8 billion PHP	53.7 billion PHP
Operating income	35.3 billion PHP	40.1 billion PHP	40.3 billion PHP
Income before income taxes and noncontrolling interests	54.5 billion PHP	54.8 billion PHP	53.7 billion PHP
Net income	35.3 billion PHP	40.1 billion PHP	40.3 billion PHP
Net income per share	200 PHP	218 PHP	222 PHP
Dividend per share	200 PHP	218 PHP	222 PHP

\*1 14.61% (31,330,155 shares) as of November 25, 2011

\*2 Includes 8,533,253 shares through ADRs (American Depository Receipts)

\*3 Reported in accordance with Philippine Accounting Standards

<Reference>

(Existing capital and business alliance partners)

- |                                 |  |
|---------------------------------|--|
| (1) Name                        | SKY Perfect JSAT Corporation   |
| (2) Registered address          | 14-14, Akasaka 1-chome, Minato-ku, Tokyo 107-0052, Japan   |
| (3) Representatives             | Shinji Takada, Representative Director, President & Chief Executive Officer  |
| (4) Principal business          | The multi-channel pay TV broadcasting business and the satellite communications business   |
| (5) Stated capital              | ¥50,083 million  |
| (6) Date of establishment       | November 10, 1994  |
| (1) Name                        | Nippon Television Network Corporation  |
| (2) Registered address          | 6-1, Higashi Shimbashi 1-chome, Minato-ku, Tokyo 105-7444, Japan   |
| (3) Representatives             | Yoshio Okubo, Representative Director, President   |
| (4) Principal business          | Content business, property rental and leasing business, etc.   |
| (5) Stated capital              | ¥18,575 million  |
| (6) Date of establishment       | October 28, 1952   |
| (1) Name                        | Tokyo Broadcasting System Holdings, INC.   |
| (2) Registered address          | 3-6, Akasaka 5-chome, Minato-ku, Tokyo, 107-8006, Japan  |
| (3) Representatives             | Toshichika Ishihara, President   |
| (4) Principal business          | Authorized broadcast holding company, administration and management of subsidiaries, real estate, television stations                        |
| (5) Stated capital              | ¥54,986 million  |
| (6) Date of establishment       | May 17, 1951   |
| (1) Name                        | DENTSU INC.  |
| (2) Registered address          | 8-1, Higashi-shimbashi 1-chome, Minato-ku, Tokyo 105-7001, Japan   |
| (3) Representatives             | Tadashi Ishii, President & CEO   |
| (4) Principal business          | Provision of services relating to advertising and other forms of communication, production and marketing of sports and entertainment content |
| (5) Stated capital              | ¥58,967 million  |
| (6) Date of establishment       | December 27, 1906  |
| (1) Name                        | TV Asahi Corporation   |
| (2) Registered address          | 9-1, Roppongi 6-chome, Minato-ku, Tokyo 106-8001, Japan  |
| (3) Representatives             | Hiroshi Hayakawa, President  |
| (4) Principal business          | TV broadcasting operations   |
| (5) Stated capital              | ¥36,642 million  |
| (6) Date of establishment       | November 1, 1957   |
| 5. Schedule                     |  |
| (1) November 29, 2011           | Resolution pertaining to allotment of shares to be offered (mmbi Board of Directors)   |
| (2) December 6, 2011 (expected) | Payment date   |
| (3) April 1, 2012 (expected)    | Service commencement date  |
| 6. Future Prospects             |  |

The impact of this alliance to the Company's financial results for the fiscal year ending March 31, 2012, is expected to be insignificant.

For further information, please contact:  
Investor Relations Department  
Tel: +81-3-5156-1111