

SI INTERNATIONAL INC  
Form 8-K  
November 13, 2008

# 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 (date of earliest event reported): **November 13, 2008**

## SI International, Inc.

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**000-50080**  
(Commission File Number)

**52-2127278**  
(I.R.S. Employer  
Identification No.)

**12012 Sunset Hills Road**  
**8th Floor**  
**Reston, Virginia**  
(Address of Principal Executive Offices)

**20190**  
(Zip Code)

Registrant's telephone number including area code: **(703) 234-7000**

**Not Applicable**

(Former name or former address, if changed since last report)

## Edgar Filing: SI INTERNATIONAL INC - Form 8-K

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))
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**Item 8.01. Other Events.**

On November 13, 2008, SI International, Inc., a Delaware corporation (the Company ) and Serco Group plc, a public limited company organized under the laws of England and Wales ( Serco Group ), issued a press release announcing that, at a special meeting of stockholders held today, *SI International* s stockholders voted to adopt the Agreement and Plan of Merger (the Merger Agreement ), dated August 26, 2008, by and among the Company, Serco Group, Serco Inc., a New Jersey Corporation and Matador Acquisition Corporation, a Delaware corporation and wholly-owned subsidiary of Serco Inc. (the Merger Agreement ). The approval of *SI International* s stockholders was a condition to completion of the merger. The merger continues to be subject to, among other conditions, certain other regulatory approvals. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

d) Exhibits.

| <b>Exhibit No.</b> | <b>Description</b>  |
|--------------------|---|
| 99.1               | Press release, dated November 13, 2008, issued by SI International, Inc. and Serco Group plc. |

**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.

**SI International, Inc.**

By: /s/ Thomas E. Dunn  
Thomas E. Dunn  
Chief Financial Officer

Date: November 13, 2008

**EXHIBIT INDEX**

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