
**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 (date of earliest event reported): August 13, 2018



CONDUENT INCORPORATED

(Exact name of registrant as specified in its charter)

**New York
(State or other jurisdiction
of incorporation)**

**001-37817
(Commission
File Number)**

**81-2983623
(IRS Employer
Identification No.)**

**100 Campus Drive, Suite 200
Florham Park, New Jersey
07932
(Address of principal executive offices) (Zip Code)**

Registrant's telephone number, including area code: (844) 663-2638

**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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (CFR 240.12b-2). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01. Other Events.

On August 13, 2018, the Company, through its subsidiaries, completed the divestiture of its non-core consulting and actuarial segment of its human resource services business. The sale is a part of the Company's previously announced plan to divest approximately \$1 billion in revenue associated with non-core assets.

The Company issued a press release on August 13, 2018, announcing the completion of the divestiture, a copy of which is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit</u>	<u>Description</u>
99.1	Registrant's press release dated August 13, 2018

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.

CONDUENT INCORPORATED

Date: August 13, 2018

By: /s/ J. Michael Peffer
J. Michael Peffer
Secretary

News from Conduent

For Immediate Release



Conduent Incorporated
100 Campus Drive
Florham Park, N.J. 07932
www.Conduent.com

Conduent Completes Sale of Non-Core Consulting and Actuarial Segment of its Human Resource Services Business

FLORHAM PARK, N.J., Aug. 13, 2018 – [Conduent Incorporated](http://www.conduent.com) (NYSE: CNDT) today announced it has completed the sale of its non-core consulting and actuarial segment of its Human Resource Services Business to global private equity investment firm H.I.G. Capital, as announced April 30, 2018.

The sale is a part of the company's previously announced plan to divest approximately \$1 billion in revenue associated with non-core assets and focus on serving large enterprise customers and scalable business relationships.

Citigroup Global Markets Inc. served as exclusive financial advisor and Cravath Swaine & Moore LLP served as legal counsel to Conduent.

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About Conduent

Conduent creates digital platforms and services for businesses and governments to manage millions of interactions every day for those they serve. We are leveraging the power of cloud, mobile and IoT, combined with technologies such as automation, cognitive and blockchain to elevate every constituent interaction, driving modern digital experiences that are more efficient, helpful and satisfying.

Conduent's differentiated offerings touch millions of lives every day, including two-thirds of all [insured patients](#) in the U.S. and nearly nine million people who travel through [toll systems](#) daily. Whether it's digital payments, claims processing, benefit administration, automated tolling, customer care or distributed learning – Conduent serves a majority of the Fortune 100 companies and more than 500 government entities. Learn more at www.conduent.com.

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