
**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): April 20, 2021

PARSONS CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-07782
(Commission
File Number)

95-3232481
(I.R.S. Employer
Identification No.)

5875 Trinity Parkway, #300
Centreville, Virginia
(Address of principal executive offices)

20120
(zip code)

Registrant's telephone number, including area code: (703) 988-8500

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:

- 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))

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$1 per share	PSN	New York Stock Exchange

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

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 5.07. Submission of Matters to a Vote of Security Holders.

At the Annual Meeting on April 20, 2021, the stockholders of Parsons Corporation (the “Company”) voted on the following three proposals, each of which is described in detail in the Proxy Statement filed with the Securities and Exchange Commission on March 10, 2021:

Proposal No. 1: To elect four members to the Board to serve a three-year term expiring at the 2024 Annual Meeting of Stockholders:

<u>Nominee</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Non-votes</u>
Mark K. Holdsworth	86,935,700	10,476,069	1,911,201
Steven F. Leer	96,056,647	1,355,122	1,911,201
M. Christian Mitchell	88,306,424	9,105,345	1,911,201
David C. Wajsgas	96,632,837	778,932	1,911,201

Each of the nominees nominated in Proposal No. 1 was elected.

Proposal No. 2: To ratify the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2021:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-votes</u>
97,181,283	1,927,943	213,744	—

Proposal No. 2 was approved.

Proposal No. 3: To consider and approve, on an advisory basis, the compensation of the Company’s named executive officers as disclosed in the Proxy Statement:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-votes</u>
95,365,240	1,458,007	588,522	1,911,201

Proposal No. 3 was approved on an advisory basis.

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.

PARSONS CORPORATION

Date: April 23, 2021

By: /s/ Michael R. Kolloway
Michael R. Kolloway
Chief Legal Officer and Secretary