

RYDER SYSTEM INC  
Form 8-K  
May 20, 2010

**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): May 14, 2010  
RYDER SYSTEM, INC.  
(Exact name of registrant as specified in its charter)**

Florida

1-4364

59-0739250

(State or other jurisdiction of  
incorporation)

(Commission File Number)

(I.R.S. Employer Identification No.)

11690 NW 105<sup>th</sup> Street  
Miami, Florida

33178

(Address of Principal Executive Offices)

(Zip Code)

(305) 500-3726

(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 (*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))
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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On May 14, 2010, Ryder System, Inc. held its Annual Meeting of Shareholders. At the meeting, the shareholders voted as indicated below on the following proposals:

1. Election of directors for a three-year term of office expiring at the 2013 Annual Meeting of Shareholders.

| <b>Nominee</b>      | <b>Votes Cast For</b> | <b>Votes Cast Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|---------------------|-----------------------|---------------------------|--------------------|-------------------------|
| 1a. David I. Fuente | 41,455,598            | 2,925,808                 | 77,059             | 2,163,644               |
| 1b. Eugene A. Renna | 43,784,214            | 597,695                   | 76,556             | 2,163,644               |
| 1c. Abbie J. Smith  | 43,738,070            | 633,684                   | 86,711             | 2,163,644               |

Each nominee was elected as a director of Ryder System, Inc.

2. Ratification of PricewaterhouseCoopers LLP as independent registered certified public accounting firm for the 2010 fiscal year.

| <b>Votes Cast For</b> | <b>Votes Cast Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|-----------------------|---------------------------|--------------------|-------------------------|
| 46,142,815            | 418,636                   | 60,658             |                         |

Proposal 2 was approved.

3. Re-approval of the performance criteria under the Ryder System, Inc. 2005 Equity Compensation Plan.

| <b>Votes Cast For</b> | <b>Votes Cast Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|-----------------------|---------------------------|--------------------|-------------------------|
| 43,772,880            | 2,701,118                 | 148,111            |                         |

Proposal 3 was approved.

4. Approval of amendment to the Ryder System, Inc. Stock Purchase Plan for Employees to increase the number of shares issuable under the plan by 1,000,000.

| <b>Votes Cast For</b> | <b>Votes Cast Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|-----------------------|---------------------------|--------------------|-------------------------|
| 43,895,177            | 519,200                   | 44,088             | 2,163,644               |

Proposal 4 was approved.

**SIGNATURE**

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.

Date: May 20, 2010

RYDER SYSTEM, INC.  
(Registrant)

By: /s/ Robert D. Fatovic  
Name: Robert D. Fatovic  
Title: Executive Vice President, Chief  
Legal Officer & Corporate Secretary