

HARTE HANKS INC  
Form 8-K  
May 12, 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

May 11, 2010

Date of Report (Date of earliest event reported)

**HARTE-HANKS, INC.**

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction  
of incorporation)

(Commission  
File Number)  
**9601 McAllister Freeway, Suite 610**

(IRS Employer  
Identification No.)

**San Antonio, Texas 78216**

**(210) 829-9000**

**(Address of principal executive offices and 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))

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

Harte-Hanks, Inc. (the Company) held its Annual Meeting of Stockholders on May 11, 2010, at which stockholders considered and approved items (1) and (2) below by the votes indicated.

- (1) The election of three Class II directors to serve until the Company's 2013 Annual Meeting of Stockholders:

| Nominee           | Number of Shares | Number of Shares | Broker    |
|-------------------|------------------|------------------|-----------|
|                   | Voted For        | Withheld         | Non-Votes |
| William F. Farley | 46,341,613       | 10,424,695       | 1,945,076 |
| Larry D. Franklin | 55,468,245       | 1,298,063        | 1,945,076 |
| William K. Gayden | 46,338,210       | 10,428,098       | 1,945,076 |

- (2) The ratification of the appointment of KPMG LLP as the Company's independent registered public accounting firm for fiscal year 2010:

| Number of Shares | Number of Shares | Number of Shares |
|------------------|------------------|------------------|
| Voted For        | Voted Against    | Abstained        |
| 58,367,431       | 307,744          | 36,209           |

For more information on the foregoing proposals, see the Company's proxy statement dated April 9, 2010.

**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.

Harte-Hanks, Inc.

Dated: May 12, 2010

By: /s/ Robert L. R. Munden  
Senior Vice President,  
General Counsel & Secretary