

HARMAN INTERNATIONAL INDUSTRIES INC /DE/  
Form 8-K  
December 08, 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): **December 8, 2010**

**HARMAN INTERNATIONAL INDUSTRIES, INCORPORATED**

(Exact Name of Registrant as Specified in Charter)

|                                                |                                                                           |                     |
|------------------------------------------------|---------------------------------------------------------------------------|---------------------|
| <b>Delaware</b>                                | <b>001-09764</b>                                                          | <b>11-2534306</b>   |
| (State or Other Jurisdiction of Incorporation) | (Commission                                                               | (IRS Employer       |
|                                                | File Number)                                                              | Identification No.) |
|                                                | <b>400 Atlantic Street, Suite 1500</b>                                    |                     |
|                                                | <b>Stamford, CT 06901</b>                                                 |                     |
|                                                | (Address of Principal Executive Offices) (Zip Code)                       |                     |
|                                                | Registrant's telephone number, including area code: <b>(203) 328-3500</b> |                     |

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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.**

On December 8, 2010, Harman International Industries, Incorporated (the Company) held its 2010 Annual Meeting of Stockholders. At that meeting, the following matters were voted on by the stockholders:

Election of three directors to serve until the 2013 annual meeting of the Company's stockholders, or until their respective successors have been elected and qualified; and

An amendment to the Company's Amended and Restated 2002 Stock Option and Incentive Plan to increase the number of shares available for awards thereunder from 6,760,000 shares to 7,860,000 shares (the Plan Amendment).

At the meeting, (i) Dr. Harald Einsmann, Ann McLaughlin Korologos and Kenneth M. Reiss, were elected as directors, and (ii) the Plan Amendment was approved.

The final vote tally was as follows:

1. Election of directors to serve until the 2013 annual meeting of the Company's stockholders:

| <b>Name</b>              | <b>Votes For</b> | <b>Votes Withheld</b> | <b>Broker Non-Votes</b> |
|--------------------------|------------------|-----------------------|-------------------------|
| Dr. Harald Einsmann      | 53,476,273       | 2,173,517             | 1,510,000               |
| Ann McLaughlin Korologos | 53,180,451       | 2,469,339             | 1,510,000               |
| Kenneth M. Reiss         | 47,366,427       | 8,283,363             | 1,510,000               |

2. Proposal to approve the Plan Amendment:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker Non-Votes</b> |
|------------|----------------|----------------|-------------------------|
| 39,229,845 | 17,516,194     | 413,751        | 0                       |

**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.

HARMAN INTERNATIONAL INDUSTRIES,  
INCORPORATED

By: /s/ Todd A. Suko  
Todd A. Suko

Executive Vice President, General Counsel and  
Secretary

Date: December 8, 2010