Edgar Filing: GAYDEN WILLIAM - Form 4

GAYDEN W Form 4	/ILLIAM											
July 01, 2010											PROVAL	
FORM	UNTE	D STATES				ND EX D.C. 20		NGE C	OMMISSION	OMB Number:	3235-0287	
Check this box					GES IN BENEFICIAL OWNERSHIP OF SECURITIES						January 31, 2005 Iverage rs per	
Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	Filed p ns Section 17	7(a) of the		ility Ho	old	ling Con	ipany	Act of	e Act of 1934, 1935 or Section 0	response	0.5	
(Print or Type F	Responses)											
GAYDEN WILLIAM Symbol			er Name and Ticker or Trading E HANKS INC [HHS]				ıg	5. Relationship of Reporting Person(s) to Issuer				
				of Earliest Transaction /Day/Year) /2010					(Check all applicable) <u>X</u> Director <u>Officer (give title</u> <u>below</u>) Director <u>below</u>)			
			endment, Date Original nth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
SAN ANTC	ONIO, TX 7821	6							Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non	I-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Executio any	med on Date, if Day/Year)	3. Transac Code (Instr. 8		4. Securi n(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	07/01/2010			Code A	V	Amount 1,363 (1)	(D) A	Price \$ 10.45	(Instr. 3 and 4) 80,984	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
GAYDEN WILLIAM 9601 MCALLISTER FREEWAY, SUITE 610 SAN ANTONIO, TX 78216	Х						
Signatures							
Robert L. R. Munden, Power of Attorney	07/01/201	0					
<u>**</u> Signature of Reporting Person	Date						

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

These shares were granted pursuant to the Harte-Hanks, Inc. 2005 Omnibus Incentive Plan in accordance with a pre-established election(1) made by the reporting person to receive shares of common stock in lieu of a portion of the reporting person's director fees. Shares are granted based on the closing stock price on the last trading day of the preceding fiscal quarter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.