

HEIDRICK & STRUGGLES INTERNATIONAL INC  
Form 8-K  
May 30, 2013

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K

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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 23, 2013

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HEIDRICK & STRUGGLES INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

Delaware	0-25837	36-2681268
(State or other jurisdiction	(Commission File Number)	(IRS Employer
of incorporation)		Identification No.)

233 South Wacker Drive, Suite 4200, Chicago,	60606-6303
IL	
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (312) 496-1200



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	Shares For	Shares Withheld	Broker Non-Votes
Richard I. Beattie	14,991,943	219,641	1,847,831
John A. Fazio	15,016,986	194,598	1,847,831
Mark Foster	14,960,665	250,919	1,847,831

2. Advisory Vote on Executive Compensation:

For	13,085,181
Against	2,093,890
Abstain	32,513
Broker Non-Votes	1,847,831

3. Ratification of KPMG LLP:

For	16,998,843
Against	54,821
Abstain	5,751

**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.

HEIDRICK & STRUGGLES INTERNATIONAL, INC.

(Registrant)

By:

Date: May 30, 2013

/s/ Stephen W. Beard

Name:

Stephen W. Beard

Title:

Executive Vice President, General  
Counsel, Chief Administrative  
Officer and Secretary