

BLUE MARTINI SOFTWARE INC

Form 8-K

May 11, 2005

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**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**

May 10, 2005

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)

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**BLUE MARTINI SOFTWARE, INC.**

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

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**DELAWARE**  
(STATE OR OTHER JURISDICTION

OF INCORPORATION)

**0-30925**  
(COMMISSION FILE NUMBER)

**94-3319751**  
(I.R.S. EMPLOYER

IDENTIFICATION NO.)

2600 Campus Drive

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San Mateo, California 94403

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES, INCLUDING ZIP CODE)

(650) 356-4000

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE

(FORMER NAME OR FORMER ADDRESS IF CHANGED SINCE LAST REPORT)

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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))
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**Item 7.01. Regulation FD Disclosure.**

On May 10, 2005, Blue Martini Software, Inc., a Delaware corporation ( Blue Martini ) held a special meeting of its stockholders. The following sets forth a summary of the proposal that was voted upon and the results of the voting at such special meeting:

Adoption of the Agreement and Plan of Merger, dated as of February 28, 2005, among Multi-Channel Holdings, Inc., BMS Merger Corporation, a wholly-owned subsidiary of Multi-Channel Holdings, Inc., and Blue Martini, as it may be amended from time to time (the merger agreement ).

<u>Votes in Favor</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non Votes</u>
7,914,137	41,969	2,979	

Based on these voting results, the merger agreement was adopted.

**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.

**BLUE MARTINI SOFTWARE, INC.**

Dated: May 10, 2005

By: /s/ Eran Pilovsky

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Eran Pilovsky  
*Chief Financial Officer*