

BOTTOMLINE TECHNOLOGIES INC /DE/  
Form 8-K  
November 19, 2012

**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): November 15, 2012**

**Bottomline Technologies (de), Inc.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
  
of Incorporation)

**000-25259**  
(Commission  
  
File Number)

**02-0433294**  
(IRS Employer  
  
Identification No.)

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**325 Corporate Drive, Portsmouth, New Hampshire**  
(Address of Principal Executive Offices)

**Registrant's telephone number, including area code: (603) 436-0700**

**03801**  
(Zip Code)

**Not Applicable.**

**(Former Name or Former Address, if Changed Since Last Report)**

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 November 15, 2012, the Company held its 2012 Annual Meeting of Stockholders. The following matters were voted upon at the Annual Meeting.

Proposal 1 Election of Class II Directors for a term of three years

	For	Withheld	Broker non-votes
Michael J. Curran	31,419,683	529,074	1,620,611
Joseph L. Mullen	30,151,850	1,796,907	1,620,611
James W. Zilinski	30,161,433	1,787,324	1,620,611

	For	Against	Abstain	Broker non-votes
<u>Proposal 2 Non-binding advisory vote to approve executive compensation</u>	30,022,133	1,890,028	36,596	1,620,611

	For	Against	Abstain
<u>Proposal 3 Ratification of Independent Registered Public Accounting Firm</u>	31,495,008	2,070,318	4,042

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.

BOTTOMLINE TECHNOLOGIES (de), INC.

November 19, 2012

By: /s/ Eric K. Morgan  
Eric K. Morgan  
Vice President, Global Controller