

**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): June 9, 2022**

**THRYV HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of incorporation or organization)

**001-35895**  
(Commission file number)

**13-2740040**  
(I.R.S. Employer Identification No.)

**2200 West Airfield Drive  
P.O. Box 619810  
DFW Airport, Texas 75231**  
(Address of Principal Executive Offices, including Zip Code)

**(972) 453-7000**  
(Registrant's telephone number, including area code)

**Not applicable**  
(Former name, former address and former fiscal year, if changed since last report)

Check the appropriate box below if Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- 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 (17CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value	THRY	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

At the annual meeting of stockholders held on June 9, 2022, the stockholders elected two Class II directors to the Board of Directors (the “Board”) of Thryv Holdings, Inc. (the “Company”) and voted upon the other proposals contained in the Company’s Proxy Statement dated April 28, 2022.

The Board nominees were elected with the following votes, each to serve a three-year term expiring at the 2025 annual meeting of stockholders and until such director’s successor is duly elected and qualified:

<u>Nominees</u>	<u>FOR</u>	<u>WITHHELD</u>	<u>BROKER NON-VOTES</u>
Ryan O’Hara	23,515,012	1,822,388	2,010,145
Heather Zynczak	24,985,258	352,142	2,010,145

The stockholders also voted on the following proposals and cast their votes as described below:

1. Ratification of appointment of Grant Thornton LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2022.

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>
27,318,444	27,220	1,881

2. Advisory vote to approve, on a non-binding advisory basis, the compensation of the Company’s named executive officers.

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>	<u>BROKER NON-VOTES</u>
20,822,047	4,473,181	42,172	2,010,145

**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.

Date: June 9, 2022

**THRYV HOLDINGS, INC.**

By: /s/ Paul D. Rouse

Name: Paul D. Rouse

Title: Chief Financial Officer, Executive Vice President and Treasurer