

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-Q/A  
(Amendment No. 2)

(Mark One)

- X Quarterly report pursuant to section 13 or 15(d) of the Securities Exchange Act of 1934 for the quarterly period ended April 30, 2001 or  
Transition report pursuant to section 13 or 15(d) of the Securities Exchange Act of 1934 for the transition period from \_\_\_\_\_ to \_\_\_\_\_.

Commission File No. 0-9143

HURCO COMPANIES, INC.  
(Exact name of registrant as specified in its charter)

Indiana

35-1150732

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(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification Number)

One Technology Way  
Indianapolis, Indiana

46268

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(Address of principal executive offices)

(Zip code)

Registrant's telephone number, including area code

(317) 293-5309  
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Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Sections 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months, and (2) has been subject to the filing requirements for the past 90 days:

Yes X No  
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The number of shares of the Registrant's common stock outstanding as of June 4, 2001 was 5,580,658.

This Form 10-Q/A is being filed solely for the purpose of adding Item 4, Part II to our Quarterly Report Form 10-Q for the period ended April 30, 2001.

Item 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

At our Annual Meeting of Shareholders held on April 24, 2001, the following individuals were elected to the Board of Directors by the following votes cast at the meeting:

	For	Abstentions and Broker Non-Votes
Robert W. Cruickshank	4,819,211	138,351
Michael Doar	4,818,311	139,251

Brian D. McLaughlin	4,817,891	139,671
Richard T. Niner	4,817,607	139,955
O. Curtis Noel	4,818,607	138,955
Charles E. M. Rentschler	4,816,226	141,336
Gerald V. Roch	4,817,526	140,036

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

HURCO COMPANIES, INC.

By: /s/ Roger J. Wolf  
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 Roger J. Wolf  
 Senior Vice President and  
 Chief Financial Officer

By: /s/ Stephen J. Alesia  
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 Stephen J. Alesia  
 Corporate Controller and  
 Principal Accounting Officer

July 13, 2001