

MANHATTAN ASSOCIATES INC
Form 4
December 05, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BAUM JEFFRY W

2. Issuer Name and Ticker or Trading Symbol
MANHATTAN ASSOCIATES INC
[MANH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/01/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP-International Operations

2300 WINDY RIDGE
PARKWAY, SUITE 700

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

ATLANTA, GA 30339

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	12/01/2006		M	5,000 A \$ 12.9	5,000	D	
Common Stock	12/01/2006		M	5,001 A \$ 13.86	10,001	D	
Common Stock	12/01/2006		S	1,721 D \$ 29	8,280	D	
Common Stock	12/01/2006		S	565 D \$ 28.68	7,715	D	
Common Stock	12/01/2006		S	88 D \$ 28.69	7,627	D	

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Common Stock	12/01/2006	S	2,626	D	\$ 28.68	5,001	D
Common Stock	12/01/2006	S	1,443	D	\$ 28.69	3,558	D
Common Stock	12/01/2006	S	1,000	D	\$ 28.68	2,558	D
Common Stock	12/01/2006	S	200	D	\$ 28.67	2,358	D
Common Stock	12/01/2006	S	1,500	D	\$ 28.66	858	D
Common Stock	12/01/2006	S	858	D	\$ 28.65	0	D
Common Stock	12/04/2006	M	9,998	D	\$ 13.86	9,998	D
Common Stock	12/04/2006	S	100	D	\$ 28.91	9,898	D
Common Stock	12/04/2006	S	400	D	\$ 28.9	9,498	D
Common Stock	12/04/2006	S	366	D	\$ 28.89	9,132	D
Common Stock	12/04/2006	S	100	D	\$ 28.88	9,032	D
Common Stock	12/04/2006	S	100	D	\$ 28.87	8,932	D
Common Stock	12/04/2006	S	200	D	\$ 28.84	8,732	D
Common Stock	12/04/2006	S	110	D	\$ 28.78	8,622	D
Common Stock	12/04/2006	S	673	D	\$ 28.77	7,949	D
Common Stock	12/04/2006	S	300	D	\$ 28.76	7,649	D
Common Stock	12/04/2006	S	7,649	D	\$ 28.75	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Common Stock (Right to buy)	\$ 12.9	12/01/2006		M	5,000	06/30/2004 09/24/2011	Common Stock	5,000
Common Stock (Right to buy)	\$ 13.86	12/01/2006		M	5,001	10/11/2005 10/11/2012	Common Stock	5,001
Common Stock (Right to buy)	\$ 13.86	12/04/2006		M	9,998	10/11/2004 10/11/2012	Common Stock	9,998

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAUM JEFFRY W 2300 WINDY RIDGE PARKWAY SUITE 700 ATLANTA, GA 30339			SVP-International Operations	

Signatures

/s/Larry W. Shackelford as Attorney-in-Fact for Jeffrey W. Baum 12/05/2006

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.