

MEREDITH FRANK
Form 4
August 10, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
MEREDITH FRANK

2. Issuer Name and Ticker or Trading Symbol
HARMAN INTERNATIONAL INDUSTRIES INC /DE/ [HAR]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
17528 MARILLA STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/08/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive V.P. and COO

NORTHRIDGE 91325
(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	08/08/2005		M	6,372 A \$ 15.6875	222,922	D	
Common Stock	08/08/2005		M	2 A \$ 18.445	222,924	D	
Common Stock					17,475	I	by 401(k)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control

SEC 1474 (9-02)

number.

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

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			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					Acquired (A)	Disposed of (D)	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 15.6875	08/08/2005		M		6,372		08/07/2001	08/07/2010	Common Stock	6,372
Non Qualified Stock Option (right to buy)	\$ 15.6875							08/07/2001	08/07/2010	Common Stock	33,628
Incentive Stock Option (right to buy)	\$ 18.445	08/08/2005		M		2		08/07/2002	08/07/2011	Common Stock	2
Non Qualified Stock Option (right to buy)	\$ 18.445							08/07/2002	08/07/2011	Common Stock	54,578
Incentive Stock Option (right to buy)	\$ 24.115							09/24/2003	09/24/2012	Common Stock	4,146
Non Qualified Stock Option (right to buy)	\$ 24.115							09/24/2003	09/24/2012	Common Stock	85,854

buy)					
Incentive Stock Option (right to buy)	\$ 50.025		09/23/2004	09/23/2013	Common Stock 1,998
Non Qualified Stock Option (right to buy)	\$ 50.025		09/23/2004	09/23/2013	Common Stock 78,002
Incentive Stock Option (right to buy)	\$ 98.62		09/03/2005	09/03/2014	Common Stock 1,013
Non Qualified Stock Option (right to buy)	\$ 98.62		09/03/2005	09/03/2014	Common Stock 98,987

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MEREDITH FRANK 17528 MARILLA STREET NORTHRIDGE 91325	X		Executive V.P. and COO	

Signatures

Frank Meredith - Power of Attorney
on File 08/10/2005

__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.