#### GOODWIN PAUL R

Form 4 October 05, 2009

### FORM 4

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

OMB Number:

3235-0287

0.5

January 31, Expires: 2005

burden hours per response...

Estimated average

**OMB APPROVAL** 

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

(First)

**GOODWIN PAUL R** 

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to

Issuer

MANHATTAN ASSOCIATES INC

[MANH]

(Check all applicable)

3. Date of Earliest Transaction

(Middle)

(Month/Day/Year) 10/01/2009

Officer (give title below)

10% Owner Other (specify

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)

X\_ Director

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

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 2A. Deemed (Month/Day/Year) Execution Date, if

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)

A

3.

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I)

Following Reported

Transaction(s) (Instr. 3 and 4)

or Price Code V Amount (D)

(A)

A

\$0

4. Securities

Common Stock

10/01/2009

833

11,074

(Instr. 4)

D

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 number.

SEC 1474 (9-02)

(Instr. 4)

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

### Edgar Filing: GOODWIN PAUL R - Form 4

| 1. Title of Derivative Security (Instr. 3)                 | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5. Number too for Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, | 6. Date Exerci<br>Expiration Dat<br>(Month/Day/Y | e Underlyir        |                 | Securi                         |
|--|---|--------------------------------------|---|---------------------------------------|---|--|--------------------|-----------------|--------------------------------|
|  |   |                                      |   | Code V                                | and 5)  | Date<br>Exercisable                              | Expiration<br>Date | Title           | Amo<br>or<br>Nun<br>of<br>Shar |
| Non-Employee<br>Director Stock<br>Option<br>(Right-to-Buy) | \$ 19.88  | 10/01/2009                           |   | A                                     | 2,500   | 10/01/2009                                       | 10/01/2016         | Common<br>Stock | 2,5                            |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |  |  |
|--|---------------|-----------|---------|-------|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |
| GOODWIN PAUL R<br>2300 WINDY RIDGE PARKWAY<br>SUITE 700<br>ATLANTA, GA 30339 | X             |           |         |       |  |  |

## **Signatures**

/s/ David M. Eaton, as Attorney-in-Fact for Paul R.
Goodwin

10/05/2009

\*\*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.

Reporting Owners 2