

HARMAN INTERNATIONAL INDUSTRIES INC /DE/

Form 4

September 28, 2005

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

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

OMB APPROVAL

OMB
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(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)

NORTHRIDGE 91325

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
09/28/2005

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

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

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	09/26/2005		M		30,000	A	\$ 24.115 252,924
Common Stock	09/26/2005		M		29,998	A	\$ 18.445 282,922
Common Stock	09/26/2005		M		33,628	A	\$ 15.6875 316,550
Common Stock	09/26/2005		M		20,000	A	\$ 50.025 336,550
Common Stock	09/26/2005		F		59,091	D	\$ 97.57 277,459

Common Stock 17,475 I by 401(k)

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)

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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non Qualified Stock Option (right to buy)	\$ 24.115	09/26/2005		M	30,000	09/24/2003	09/24/2012	Common Stock	30,000
Non Qualified Stock Option (right to buy)	\$ 18.445	09/26/2005		M	29,998	08/07/2002	08/07/2011	Common Stock	29,998
Non Qualified Stock Option (right to buy)	\$ 15.6875	09/26/2005		M	33,628	08/07/2001	08/07/2010	Common Stock	33,628
Non Qualified Stock Option (right to buy)	\$ 50.025	09/26/2005		M	30,000	09/23/2004	09/23/2014	Common Stock	30,000

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 09/28/2005

__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).
- (1) Price of option listed in column II of this table.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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