Steel Gary Form 4 December 07, 2009

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

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

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Check this box if no longer subject to Section 16. Form 4 or

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

Form 5 obligations may continue. See Instruction

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).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Steel Gary

2. Issuer Name and Ticker or Trading

Symbol

HARMAN INTERNATIONAL INDUSTRIES INC /DE/ [HAR]

Issuer

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(First)

3. Date of Earliest Transaction

(Month/Day/Year) 12/03/2009

X Director Officer (give title

10% Owner Other (specify

C/O HARMAN

INTERNATIONAL, 400

ATLANTIC STREET, SUITE 1500

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

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

STAMFORD, CT 06901

1.Title of 2. Transaction Date 2A. Deemed

(City)

Security

(Instr. 3)

(State)

(Zip)

(Month/Day/Year) Execution Date, if

(Middle)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities

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

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount Price (D)

Common Stock

12/03/2009

2.943

\$0 5,443 D

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

#### Edgar Filing: Steel Gary - Form 4

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. Transactic Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  6. Date Exercisable a Expiration Date (Month/Day/Year)  6. Date Exercisable a Expiration Date (Month/Day/Year)  6. Date Exercisable a Expiration Date (Month/Day/Year)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Share Unit	(2)	12/03/2009		M	2,943	<u>(1)</u>	<u>(1)</u>	Common Stock	2,943	\$

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
<b>2</b>	Director	10% Owner	Officer	Other		
Steel Gary C/O HARMAN INTERNATIONAL 400 ATLANTIC STREET, SUITE 1500 STAMFORD, CT 06901	X					

## **Signatures**

Jessica Stockel, as attorney in fact for, Gary Steel 12/07/2009

\*\*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).
- (1) Restricted share units vest 33 1/3% per year commencing on December 3, 2009.
- (2) Each restricted share unit represents a contingent right to receive one share of Harman's common stock.

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.

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