#### HARTE HANKS INC

Form 4

November 10, 2004

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

**OMB** 3235-0287 Number:

burden hours per

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

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

January 31, 2005 Estimated average

0.5

Form 4 or 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

Expires:

response...

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * FRANKLIN LARRY |         |          | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>HARTE HANKS INC [HHS] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)            |  |  |  |
|--|---------|----------|--|---|--|--|--|
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction  | (Eneen an approante)  |  |  |  |
|  |         |          | (Month/Day/Year)   | _X_ Director 10% Owner  |  |  |  |
| 200 CONCORD PLAZA DR.,<br>SUITE 800<br>(Street)          |         |          | 11/08/2004   | X Officer (give title Other (specify below)   |  |  |  |
|  |         |          |  | Chairman of the Board   |  |  |  |
|  |         |          | 4. If Amendment, Date Original   | 6. Individual or Joint/Group Filing(Check   |  |  |  |
|  |         |          | Filed(Month/Day/Year)  | Applicable Line)  |  |  |  |
| SAN ANTONIO, TX 78216                                    |         |          |  | _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |  |

#### (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 11/08/2004 S 200 D 2,996,875 D 26.76 Stock Common 2,996,775 11/08/2004 S 100 D D Stock Common S D 11/08/2004 300 2,996,475 D Stock Common S 11/08/2004 100 2,996,375 D Stock Common 11/08/2004 S 100 D \$ 26.7 2,996,275 D Stock

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| Common<br>Stock | 11/08/2004 | S | 300 | D | \$<br>26.69 | 2,995,975 | D |       |
|-----------------|------------|---|-----|---|-------------|-----------|---|-------|
| Common<br>Stock | 11/08/2004 | S | 100 | D | \$<br>26.69 | 2,995,875 | D |       |
| Common<br>Stock | 11/08/2004 | S | 200 | D | \$ 26.7     | 2,995,675 | D |       |
| Common<br>Stock | 11/08/2004 | S | 100 | D | \$ 26.7     | 2,995,575 | D |       |
| Common<br>Stock | 11/08/2004 | S | 100 | D | \$<br>26.71 | 2,995,475 | D |       |
| Common<br>Stock | 11/08/2004 | S | 200 | D | \$<br>26.67 | 2,995,275 | D |       |
| Common<br>Stock | 11/08/2004 | S | 400 | D | \$<br>26.66 | 2,994,875 | D |       |
| Common<br>Stock | 11/08/2004 | S | 100 | D | \$<br>26.66 | 2,994,775 | D |       |
| Common<br>Stock |            |   |     |   |             | 55,000    | I | Trust |
| Common<br>Stock |            |   |     |   |             | 55,000    | I | Trust |

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)

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

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | isable and | 7. Titl | e and    | 8. Price of |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|------------|---------|----------|-------------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onNumber   | Expiration Da | ate        | Amou    | nt of    | Derivative  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)      | Under   | lying    | Security    |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |            | Securi  | ities    | (Instr. 5)  |
|             | Derivative  |                     |                    |            | Securities |               |            | (Instr. | 3 and 4) |             |
|             | Security    |                     |                    |            | Acquired   |               |            |         |          |             |
|             |             |                     |                    |            | (A) or     |               |            |         |          |             |
|             |             |                     |                    |            | Disposed   |               |            |         |          |             |
|             |             |                     |                    |            | of (D)     |               |            |         |          |             |
|             |             |                     |                    |            | (Instr. 3, |               |            |         |          |             |
|             |             |                     |                    |            | 4, and 5)  |               |            |         |          |             |
|             |             |                     |                    |            |            |               |            |         | Amount   |             |
|             |             |                     |                    |            |            |               |            |         | or       |             |
|             |             |                     |                    |            |            | Date          | Expiration | Title   | Number   |             |
|             |             |                     |                    |            |            | Exercisable   | Date       |         | of       |             |
|             |             |                     |                    | Code V     | (A) (D)    |               |            |         | Shares   |             |
|             |             |                     |                    |            | () ()      |               |            |         | 211110   |             |

9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FRANKLIN LARRY

200 CONCORD PLAZA DR., SUITE 800 X Chairman of the Board

SAN ANTONIO, TX 78216

## **Signatures**

Paul Steven Hacker, Power of Attorney 11/10/2004

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

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

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