

HARTE HANKS INC
Form 4/A
April 14, 2006

FORM 4

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

OMB APPROVAL

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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 *
FRANKLIN LARRY

(Last) (First) (Middle)

200 CONCORD PLAZA DR.,
SUITE 800

(Street)

SAN ANTONIO, TX 78216

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HARTE HANKS INC [HHS]

3. Date of Earliest Transaction
(Month/Day/Year)
05/12/2003

4. If Amendment, Date Original Filed(Month/Day/Year)
05/13/2003

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/12/2003		M		15,000 (1) \$ 0.6667	A	3,360,169 D
Common Stock	05/12/2003		F		4,120 (1) \$ 19.35	D	3,356,049 D
Common Stock	05/12/2003		F		516 (1) \$ 19.35	D	3,355,533 D
Common Stock	05/12/2003		M		9,000 (1) \$ 0.6667	A	3,364,533 D
Common Stock	05/12/2003		F		2,472 (1) \$ 19.35	D	3,362,061 D

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Common Stock	05/12/2003	F	310 ⁽¹⁾	D	\$ 19.35	3,361,751	D
Common Stock	05/12/2003	M	12,000 ⁽¹⁾	A	\$ 0.6667	3,373,751	D
Common Stock	05/12/2003	F	3,296 ⁽¹⁾	D	\$ 19.35	3,370,455	D
Common Stock	05/12/2003	F	413 ⁽¹⁾	D	\$ 19.35	3,370,042	D

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
Stock option (right to buy)	\$ 0.6667	05/12/2003		M	15,000 ⁽¹⁾	01/30/2001 01/30/2006	Common Stock	15,000	
Stock option (right to buy)	\$ 0.6667	05/12/2003		M	9,000 ⁽¹⁾	01/06/2002 01/06/2007	Common Stock	9,000	
Stock option (right to buy)	\$ 0.6667	05/12/2003		M	12,000 ⁽¹⁾	01/28/2003 01/28/2008	Common Stock	12,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

FRANKLIN LARRY
200 CONCORD PLAZA DR., SUITE 800 X
SAN ANTONIO, TX 78216

Signatures

Sloane Levy, Power of Attorney 04/13/2006

__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) These shares were omitted from the reporting person's Form 4 filed to report transactions on May 12, 2003.

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.