

MANHATTAN ASSOCIATES INC

Form 4

December 01, 2006

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 *
BAUM JEFFRY W

2. Issuer Name **and** Ticker or Trading
Symbol

MANHATTAN ASSOCIATES INC
[MANH]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

11/29/2006

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

SVP-International Operations

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__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 (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	11/29/2006		S		1,000	D	\$ 28.618	75,359 D
Common Stock	11/29/2006		S		5,000	D	\$ 28.6	70,359 D
Common Stock	11/29/2006		S		1,000	D	\$ 28.6046	69,359 D
Common Stock	11/29/2006		S		11,000	D	\$ 28.6	58,359 D
Common Stock	11/29/2006		S		1,000	D	\$ 28.5902	57,359 D

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Common Stock	11/29/2006	S	1,000	D	\$ 28.5814	56,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5786	55,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5686	54,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5824	53,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5766	52,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5316	51,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5026	50,359	D
Common Stock	11/29/2006	S	11,000	D	\$ 28.5	39,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.505	38,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.501	37,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5342	36,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5884	35,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.577	34,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5452	33,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.552	32,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5696	31,359	D
Common Stock	11/29/2006	S	2,000	D	\$ 28.6024	29,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5951	28,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5592	27,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.5566	26,359	D
	11/29/2006	S	1,000	D		25,359	D

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Common Stock					\$ 28.5899		
Common Stock	11/29/2006	S	1,000	D	\$ 28.6358	24,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.6494	23,359	D
Common Stock	11/29/2006	S	1,000	D	\$ 28.6335	22,359	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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BAUM JEFFRY W 2300 WINDY RIDGE PARKWAY SUITE 700 ATLANTA, GA 30339	SVP-International Operations

Signatures

/s/Larry W. Shackelford as Attorney-in-Fact for Jeffry W. Baum 12/01/2006

__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).

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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