MITCHELL JEFFREY S

Form 4

November 02, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

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subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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 * MITCHELL JEFFREY S			2. Issuer Name and Ticker or Trading Symbol MANHATTAN ASSOCIATES INC [MANH]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 2300 WINDY PARKWAY,		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/30/2006	Director 10% Owner Officer (give title Other (specify below)		
ATLANTA, ((Street) GA 30339		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		
(City)	(State)	(Zin)				

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			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)	
Common Stock	10/30/2006		Code V M	Amount 4,999	(D)	Price \$ 12.9	11,418	D	
Common Stock	10/30/2006		S	4,999	D	\$ 28.38	6,419	D	
Common Stock	10/30/2006		M	1	A	\$ 12.9	6,420	D	
Common Stock	10/30/2006		S	1	D	\$ 28.38	6,419	D	
Common Stock	10/30/2006		M	15,000	A	\$ 13.86	21,419	D	

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Common Stock	10/30/2006	S	15,000	D	\$ 28.54	6,419	D
Common Stock	10/30/2006	M	5,000	A	\$ 13.86	11,419	D
Common Stock	10/30/2006	S	5,000	D	\$ 28.51	6,419	D
Common Stock	10/31/2006	M	15,000	A	\$ 13.875	21,419	D
Common Stock	10/31/2006	S		D	\$ 29.21		D

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

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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 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 ionDerivative 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
Common Stock (Right to buy)	\$ 12.9	10/30/2006		M	4	4,999	06/30/2004	09/24/2011	Common Stock	4,999
Common Stock (Right to buy)	\$ 12.9	10/30/2006		M		1	06/30/2004	09/24/2011	Common Stock	1
Common Stock (Right to buy)	\$ 13.86	10/30/2006		M	1	5,000	10/11/2005	10/11/2012	Common Stock	15,000
Common Stock (Right to buy)	\$ 13.86	10/30/2006		M		5,000	10/11/2006	10/11/2012	Common Stock	5,000

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Common

Stock (Right to \$13.875 10/31/2006 M 15,000 08/25/2004 08/25/2008 Common Stock 15,000

buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MITCHELL JEFFREY S 2300 WINDY RIDGE PARKWAY SUITE 700 ATLANTA, GA 30339

EVP-Americas

Signatures

/s/Larry W. Shackelford as Attorney-in-Fact for Jeffrey S.
Mitchell

**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.

Reporting Owners 3

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).