

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**

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

<b>1. Name and Address of Reporting Person *</b> RAGHAVAN DEEPAK  (Last) (First) (Middle) 2300 WINDY RIDGE PARKWAY, SUITE 700  (Street) ATLANTA GA 30339  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> MANHATTAN ASSOCIATES INC[MANH]	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	<b>3. Date of Earliest Transaction</b> (Month/Day/Year) 06/30/2005	
	<b>4. If Amendment, Date of Original Filed</b> (Month/Day/Year)	

**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	06/30/2005		J <sup>(1)</sup>		121,484	D	\$ 0	25,309	I	By Limited Partnership
Common Stock	06/30/2005		J <sup>(1)</sup>		121,484	A	\$ 0	125,310	I <sup>(2)</sup>	By Trust
Common Stock	06/30/2005		J <sup>(1)</sup>		25,309	D	\$ 0	0	I	By Limited Partnership
Common Stock	06/30/2005		J <sup>(1)</sup>		25,309	A	\$ 0	126,387	D <sup>(2)</sup>	

**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(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock (Right to buy)	\$ 19.21	07/01/2005		A		5,000		07/01/2005	07/01/2015	Common Stock	5,000	\$ 19.21	5,000	D	

**Explanation of Responses:**

1. Distribution from a limited partnership controlled by Insider (change in form of ownership).
2. 6,000 shares are held by Mr. Raghavan for the benefit of his minor child; 413 shares are held by Mr. Raghavan's wife; and 125,310 shares are held by a trust controlled by Mr. Raghavan's wife. The reporting person disclaims beneficial ownership of the shares held indirectly, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such shares for the purposes of Section 16 or for any other purpose.

/s/ [Larry W. Shackelford](#) as  
[Attorney-in-Fact for Deepak](#) [07/05/2005](#)  
[Raghavan](#)

\*\* Signature of Reporting Person      Date

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

\* 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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