

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Howell Robert G</u> <hr/> (Last) (First) (Middle) 2300 WINDY RIDGE PARKWAY 10TH FLOOR <hr/> (Street) ATLANTA GA 30339 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MANHATTAN ASSOCIATES INC [MANH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X Sr VP, Americas Sales
	3. Date of Earliest Transaction (Month/Day/Year) 09/10/2013	
4. If Amendment, Date of Original Filed (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	09/10/2013		M		2,550	A	\$25.75	11,566	D	
Common Stock	09/10/2013		S		2,550	D	\$92.811 ⁽¹⁾	9,016	D	
Common Stock	09/10/2013		M		2,194	A	\$15.53	11,210	D	
Common Stock	09/10/2013		S		2,194	D	\$92.5054 ⁽²⁾	9,016	D	
Common Stock	09/10/2013		S		2,146	D	\$92.6427 ⁽³⁾	6,870	D	
Common Stock	09/11/2013		M		356	A	\$15.53	7,226	D	
Common Stock	09/11/2013		S		356	D	\$92.8121 ⁽⁴⁾	6,870	D	
Common Stock	09/11/2013		S		624	D	\$92.7105 ⁽⁵⁾	6,246	D	

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Title
Employee Stock Option	\$25.75	09/10/2013		M		2,550	(6)	01/02/2015	Common Stock	2,550	\$0.00	0	D	
Employee Stock Option	\$15.53	09/10/2013		M		2,194	(7)	01/19/2016	Common Stock	2,194	\$0.00	356	D	
Employee Stock Option	\$15.53	09/11/2013		M		356	(7)	01/19/2016	Common Stock	356	\$0.00	0	D	

Explanation of Responses:

1. \$92.8110 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from \$92.5000 to \$92.8800. The filing person undertakes to provide full information regarding the number of shares sold at each price upon request by the Securities and Exchange Commission, the Company or a security holder of the Company.

2. \$92.5054 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from \$92.5000 to \$92.5600. The filing person undertakes to provide full information regarding the number of shares sold at each price upon request by the Securities and Exchange Commission, the Company or a security holder of the Company.

3. \$92.6427 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from \$92.5000 to \$92.8600. The filing person undertakes to provide full information regarding the number of shares sold at each price upon request by the Securities and Exchange Commission, the Company or a security holder of the Company.
4. \$92.8121 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from \$92.7700 to \$92.8200. The filing person undertakes to provide full information regarding the number of shares sold at each price upon request by the Securities and Exchange Commission, the Company or a security holder of the Company.
5. \$92.7105 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from \$92.5800 to \$92.7900. The filing person undertakes to provide full information regarding the number of shares sold at each price upon request by the Securities and Exchange Commission, the Company or a security holder of the Company.
6. These options vest 25% on the anniversary date of the grant until fully vested; original grant date is 01/02/2008.
7. These options vest 25% on the anniversary date of the grant until fully vested; original grant date is 01/19/2009.

Remarks:

/s/ Monica R. Richey, as
Attorney-in-Fact for Robert G. 09/12/2013
Howell

** 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.

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 Number.