

**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**

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>RAGHAVAN DEEPAK</u> <hr/> (Last) (First) (Middle) <u>6184 RIVERSIDE DRIVE, NW</u> <hr/> (Street) <u>ATLANTA GA 30328</u> <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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/10/2006</u>	
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	08/10/2006		S		2,200	D	\$21.1	89,800 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		200	D	\$21.2	89,600 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		309	D	\$21.5	89,291 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		853	D	\$21.6	88,438 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		1,921	D	\$21.7	86,517 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		2,634	D	\$21.8	83,883 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		4,183	D	\$21.9	79,700 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		2,000	D	\$21.11	77,700 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		500	D	\$21.12	77,200 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		100	D	\$21.13	77,100 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		100	D	\$21.14	77,000 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		200	D	\$21.15	76,800 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		1,200	D	\$21.16	75,600 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		400	D	\$21.17	75,200 <sup>(1)</sup>	I	By Trust
Common Stock	08/10/2006		S		200	D	\$21.18	75,000 <sup>(1)</sup>	I	By Trust
Common Stock								76,078	D	
Common Stock								6,000 <sup>(1)</sup>	I	By Children
Common Stock								413 <sup>(1)</sup>	I	By Wife

**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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

1. The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

**Remarks:**

/s/Larry W. Shackelford, Esq.,  
as Attorney-in-Fact for Deepak 08/14/2006  
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.

**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.**