

| OMB APPROVAL                                 |           |
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| Estimated average burden hours per response: | 0.5       |

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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*<br><u>STORY DENNIS B</u><br><br>(Last) (First) (Middle)<br>2300 WINDY RIDGE PARKWAY<br>10TH FLOOR<br><br>(Street)<br>ATLANTA GA 30339<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>MANHATTAN ASSOCIATES INC [</u><br><u>MANH ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>EVP, CFO &amp; Treasurer</u> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br>01/31/2024                                    |   |
|  | 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |

**Rule 10b5-1(c) Transaction Indication**

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

**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                    | 01/31/2024                           |  | F                              |   | 792   | D          | \$242.56 | 108,234   | D  |   |
| Common Stock                    | 01/31/2024                           |  | F                              |   | 796   | D          | \$242.56 | 107,438   | D  |   |
| Common Stock                    | 01/31/2024                           |  | F                              |   | 826   | D          | \$242.56 | 106,612   | D  |   |
| Common Stock                    | 01/31/2024                           |  | F                              |   | 1,036   | D          | \$242.56 | 105,576   | D  |   |
| Common Stock                    | 01/31/2024                           |  | F                              |   | 1,087   | D          | \$242.56 | 104,489   | D  |   |
| Common Stock                    | 01/31/2024                           |  | F                              |   | 1,093   | D          | \$242.56 | 103,396   | D  |   |
| Common Stock                    | 01/31/2024                           |  | F                              |   | 1,120   | D          | \$242.56 | 102,276   | D  |   |
| Common Stock                    | 01/31/2024                           |  | F                              |   | 1,221   | D          | \$242.56 | 101,055   | 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 |  | (A)  | (D) |   |  |  |   |  |

Explanation of Responses:

/s/ David M. Eaton, Attorney-in-Fact 02/02/2024

\*\* 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.