

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>Dabbiere David K</u> _____ (Last) (First) (Middle) <u>2300 WINDY RIDGE PARKWAY</u> <u>TENTH FLOOR</u> _____ (Street) <u>ATLANTA GA 30339</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MANHATTAN ASSOCIATES INC [</u> <u>MANH ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr. V.P. &amp; Chief Legal Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/14/2010</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	06/14/2010		M		2,260	A	\$15.53	21,884	D	
Common Stock	06/14/2010		S		2,260	D	\$29.5104 <sup>(1)</sup>	19,624	D	
Common Stock	06/15/2010		M		1,490	A	\$15.53	21,114	D	
Common Stock	06/15/2010		M		12,500	A	\$21.2	33,614	D	
Common Stock	06/15/2010		M		9,375	A	\$21.98	42,989	D	
Common Stock	06/15/2010		M		8,750	A	\$22.28	51,739	D	
Common Stock	06/15/2010		S		32,115	D	\$29.4143 <sup>(2)</sup>	19,624	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)	Date Exercisable	Expiration Date						Title
Common Stock	\$15.53	06/14/2010		M			2,260	01/19/2009 <sup>(3)</sup>	01/19/2016	Common Stock	2,260	\$0.00	12,740	D	
Common Stock	\$15.53	06/15/2010		M			1,490	01/19/2009 <sup>(3)</sup>	01/19/2016	Common Stock	1,490	\$0.00	11,250	D	
Common Stock	\$21.2	06/15/2010		M			12,500	01/04/2006 <sup>(4)</sup>	01/04/2013	Common Stock	12,500	\$0.00	0	D	
Common Stock	\$21.98	06/15/2010		M			9,375	11/29/2005 <sup>(5)</sup>	11/29/2012	Common Stock	9,375	\$0.00	0	D	
Common Stock	\$22.28	06/15/2010		M			8,750	01/05/2005 <sup>(6)</sup>	01/05/2015	Common Stock	8,750	\$0.00	3,750	D	

**Explanation of Responses:**

- \$29.5104 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from \$29.50 to \$29.54. 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.
- \$29.4143 is the weighted average sale price for the transactions reported in this line item. These transactions were consummated at prices ranging from \$29.36 to \$29.465. 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.
- The options vest in equal annual installments over a four-year period beginning on the first anniversary of the date of grant, which was 01/19/09.
- The options vested in equal annual installments over a four-year period beginning on the first anniversary of the date of grant, which was 01/04/06.

5. The options were fully vested on 11/29/05.

6. The options were fully vested on 01/05/05.

**Remarks:**

/s/ David M. Easton, as  
Attorney-in-Fact for David K. Dabbire 06/16/2010

\*\* 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.**