

OMB APPROVAL	
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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>Capel Eddie</u> <hr/> (Last) (First) (Middle) 2300 WINDY RIDGE PARKWAY TENTH FLOOR <hr/> (Street) ATLANTA GA 30339 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/20/2009	3. Issuer Name and Ticker or Trading Symbol <u>MANHATTAN ASSOCIATES INC [ MANH ]</u>	
		4. 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>Executive VP-Global Operations</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	28,913	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Employee Stock Option (Right to Buy)	(1)	06/07/2010	Common Stock	7,500	18.75	D
Employee Stock Option (Right to Buy)	(1)	11/30/2010	Common Stock	10,000	38.98	D
Employee Stock Option (Right to Buy)	(1)	07/12/2011	Common Stock	15,000	28.83	D
Employee Stock Option (Right to Buy)	(1)	12/17/2011	Common Stock	10,000	27.41	D
Employee Stock Option (Right to Buy)	(1)	01/23/2012	Common Stock	6,000	26.65	D
Employee Stock Option (Right to Buy)	(1)	09/06/2012	Common Stock	10,000	19.54	D
Employee Stock Option (Right to Buy)	(1)	12/27/2012	Common Stock	8,000	24.7	D
Employee Stock Option (Right to Buy)	(1)	12/16/2013	Common Stock	15,000	27.77	D
Employee Stock Option (Right to Buy)	(1)	01/05/2015	Common Stock	35,000	22.28	D
Employee Stock Option (Right to Buy)	(2)	11/29/2012	Common Stock	17,500	21.98	D
Employee Stock Option (Right to Buy)	(3)	01/04/2013	Common Stock	17,500	21.2	D
Employee Stock Option (Right to Buy)	(4)	01/04/2014	Common Stock	27,000	30.16	D
Employee Stock Option (Right to Buy)	01/02/2009 <sup>(5)</sup>	01/02/2015	Common Stock	30,000	25.75	D
Employee Stock Option (Right to Buy)	01/19/2010 <sup>(5)</sup>	01/19/2016	Common Stock	42,000	15.53	D

**Explanation of Responses:**

- All of these options are currently exercisable.
- Options to purchase 13,125 shares of common stock are currently exercisable. Options to purchase 4,375 shares of common stock will become exercisable on November 29, 2009.
- Options to purchase 13,125 shares of common stock are currently exercisable. Options to purchase 4,375 shares of common stock will become exercisable on January 4, 2010.
- Options to purchase 13,500 shares of common stock are currently exercisable. Options to purchase 6,750 shares of common stock will become exercisable on January 4, 2010, and options to purchase 6,750 shares of common stock will become exercisable on January 4, 2011.
- The options vest in equal annual installments over a four-year period beginning on the first anniversary of the date of grant.

**Remarks:**

/s/ Emily R. Stuart, as  
Attorney-in-Fact for Eddie      01/29/2009  
Capel

\*\* 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 5 (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.**

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Dennis B. Story, David K. Dabbieri, Sallie Ann Rosenmarkle, David M. Eaton, W. Benjamin Barkley and Emily R. Stuart the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of and/or legal counsel for Manhattan Associates, Inc. (the "Company"), Forms 3, 4 and 5 in accordance with Section 16 of the Securities Exchange Act of 1934 and the rules thereunder and the Form ID requests to obtain or update the filing codes related to the same;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 22 day of January 2009.

/s/ Eddie Capel  
Signature

Eddie Capel  
Print Name