

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>HADDRILL RICHARD M</u> _____ (Last) (First) (Middle) <u>9709 WINTER PLACE</u> _____ (Street) <u>LAS VEGAS NV 89145</u> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>MANHATTAN ASSOCIATES INC [ MANH ]</u> _____ 3. Date of Earliest Transaction (Month/Day/Year) <u>10/31/2005</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>Vice Chairman</b></p>		
			4. If Amendment, Date of Original Filed (Month/Day/Year)			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 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	10/31/2005		M		100,000	A	\$17.9	107,083	D	
Common Stock	10/31/2005		S		7,500	D	\$22.22	99,583	D	
Common Stock	10/31/2005		S		12,500	D	\$22.35	87,083	D	
Common Stock	10/31/2005		S		32,500	D	\$22.4	54,583	D	
Common Stock	10/31/2005		S		5,000	D	\$22.45	49,583	D	
Common Stock	10/31/2005		S		5,000	D	\$22.48	44,583	D	
Common Stock	10/31/2005		S		5,000	D	\$22.5	39,583	D	
Common Stock	10/31/2005		S		5,000	D	\$22.52	34,583	D	
Common Stock	10/31/2005		S		10,000	D	\$22.55	24,583	D	
Common Stock	10/31/2005		S		5,000	D	\$22.57	19,583	D	
Common Stock	10/31/2005		S		2,500	D	\$22.6	17,083	D	
Common Stock	10/31/2005		S		10,000	D	\$22.84	7,083	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 (Right to buy)	\$17.9	10/31/2005		M			100,000	07/01/2005	10/23/2012	Common Stock	100,000	\$17.9	200,000	D	

Explanation of Responses:

Remarks:

/s/ Larry W. Shackelford as Attorney-in-Fact for Richard M. Haddrill 11/02/2005

\*\* 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.**