

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4/A

Statement of changes in beneficial ownership of securities [amend]

Filing Date: **2009-01-26** | Period of Report: **2008-10-24**  
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### REPORTING OWNER

#### **SINISGALLI PETER F**

CIK: **1188980**

Type: **4/A** | Act: **34** | File No.: **000-23999** | Film No.: **09546310**

Business Address  
4411 EAST JONES BRIDGE  
RD  
NORCROSS GA 30093  
3753498

### ISSUER

#### **MANHATTAN ASSOCIATES INC**

CIK: **1056696** | IRS No.: **582373424** | State of Incorpor.: **GA** | Fiscal Year End: **1231**  
SIC: **7372** Prepackaged software

Mailing Address  
2300 WINDY RIDGE  
PARKWAY SUITE 700  
ATLANTA GA 30339

Business Address  
2300 WINDY RIDGE  
PARKWAY SUITE 700  
ATLANTA GA 30339  
7709557070

# 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>SINISGALLI PETER F</b>			2. Issuer Name and Ticker or Trading Symbol <b>MANHATTAN ASSOCIATES INC</b> <b>[MANH]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title <input type="checkbox"/> Other (specify below) <b>President, CEO &amp; Director</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>10/24/2008</b>			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		
2300 WINDY RIDGE PARKWAY, SUITE 700			4. If Amendment, Date Original Filed(Month/Day/Year) <b>10/27/2008</b>					
(Street) <b>ATLANTA, GA 30339</b>								
(City)	(State)	(Zip)						

**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	10/24/2008		P		10,000	A (1)	\$14.79 (2)	124,501	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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

**Explanation of Responses:**

- This amendment is to correct a previously reported acquisition, which was miscoded as a disposition.
- Price reported is an average. The reported shares were purchased at prices ranging from \$14.73 to \$14.82. The reporting person hereby undertakes to provide upon request by the Securities & Exchange Commission staff, Manhattan Associates, Inc., or a security holder of Manhattan Associates, Inc., full information regarding the number of shares purchased or sold at each separate price.

## Signatures

David M. Eaton, as Attorney-in-Fact for Peter F. Sinisgalli

\*\* Signature of Reporting Person

01/26/2009

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.**