FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D	.C. 20549
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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

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Fir		1. Name and Address of Reporting Person*  Howell Robert G				2. Issuer Name and Ticker or Trading Symbol MANHATTAN ASSOCIATES INC MANH ]								tionship of Reporti all applicable) Director Officer (give title		10% Ov		
(Last) (First) (Middle) 2300 WINDY RIDGE PARKWAY					3. Date of Earliest Transaction (Month/Day/Year) 01/25/2024								X	below)		below) ericas Sales		
10TH FLOOR					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applica Line)  X Form filed by One Reporting Person					.
ΓA GA	A 3	0339												Form	filed by Mor		•	
(St	ate) (Z	Zip)		Rule 10b5-1(c) Transaction Indication									contra	act inetri	iction or writt	en nlai	n that is into	nded to
													oction of write	cri piai	II triat is line	nded to		
	Table	I - No	n-Deriva	tive S	Secui	rities	Acq	uired	, Dis	posed of	, or B	enefic	ially	Own	ed			
Date			te Execu onth/Day/Year) if any		recution Date, any		3. Transaction Code (Instr. 8)					4 and Sec Ben Owi		curities neficially ned Following		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount	(A) or (D) Price			Transa	ransaction(s)			(11001. 4)	
Common Stock 01/2			01/25/2	.024				<b>A</b> <sup>(1)</sup>		9,379	A	\$0.0	\$0.0000		155,743		D	
Common Stock 01/25			01/25/2	:024				A <sup>(2)</sup>	A <sup>(2)</sup> 3,665		A	\$0.0	\$0.0000		159,408		D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
of tive Conversion or Exercise Price of Derivative Security  Of Derivative Security  Of Derivative Security  3. Transaction Date Execution Date, if any (Month/Day/Year)		Code (8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		rative rities pired r osed ) c. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)			Amoun or Numbe of		_		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)		
	Stock Stock  2. Conversion or Exercise Price of Derivative	Table Security (Instr. 3)  Stock Stock Ta  2. Conversion or Exercise Price of Date (Month/Day/Year)	(State) (Zip)  Table I - No Security (Instr. 3)  Stock  Stock  Table II -  Conversion or Exercise Price of Derivative (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)	Table I - Non-Derivative (Stock O1/25/2  Table II - Derivative (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)	Table I - Non-Derivative Security (Instr. 3)  Stock  Table II - Non-Derivative Security (Instr. 3)  Stock  O1/25/2024  Table II - Derivative Security (e.g., puts, catherina or Exercise Price of Date (Month/Day/Year)  Table III - Derivative Security (e.g., puts, catherina or Exercise Price of Date (Month/Day/Year)  Stock  3. Transaction Date (Month/Day/Year)  Stock  A. Transaction Conversion or Exercise Price of Date (Month/Day/Year)  Stock  A. Transaction Date (Month/Day/Year)  Stock  A. Transaction Date (Month/Day/Year)  Stock  Table II - Derivative Security (Month/Day/Year)	Table I - Non-Derivative Security (Instr. 3)  Stock  Stock  Table II - Derivative Security (Month/Day/Year)  Table II - Derivative Security (e.g., puts, calls, v. (Month/Day/Year))  2. Transaction Date (e.g., puts, calls, v. (Month/Day/Year))  3. Transaction Date (Month/Day/Year)  2. Table II - Derivative Security (e.g., puts, calls, v. (Month/Day/Year))  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)	Stock  Table I - Non-Derivative Securities  Table II - Derivative Securities A  (e.g., puts, calls, warra  Table II - Derivative Securities A  (e.g., puts, calls, warra  Security  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  Price of Derivative Securities A  (e.g., puts, calls, warra  (month/Day/Year)  3. Transaction Date (Month/Day/Year)  Security  (Month/Day/Year)  A. Transaction Code (Instr. 8)  Security  Sec	Stock  Stock  Table I - Non-Derivative Securities Acquired (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Security (Instr. 3, 4 and 5)  Stock  3. Transaction Date (Month/Day/Year)  3. Transaction Date (If any (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (If any (Month/Day/Year))  4. Transaction Date (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(State) (Zip)  Rule 10b5-1(c) Tran  Check this box to indicate that satisfy the affirmative defense  Table I - Non-Derivative Securities Acquired  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Stock  01/25/2024  Table II - Derivative Securities Acquired, I (e.g., puts, calls, warrants, optio  2. Table II - Derivative Securities Acquired, I (e.g., puts, calls, warrants, optio)  3. Transaction (e.g., puts, calls, warrants, optio)  2. Table II - Derivative Securities Acquired, I (e.g., puts, calls, warrants, optio)  3. Transaction Code (Instr. 8)  5. Number of Expirative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date	(State) (Zip)    Rule 10b5-1(c) Transactor   Check this box to indicate that a transatisfy the affirmative defense condition	Carry   Carr	Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pure satisfy the affirmative defense conditions of Rule 10b5-1(c)  Table I - Non-Derivative Securities Acquired, Disposed of, or Be decurity (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock  01/25/2024  Stock  01/25/2024  A(1)  Code V Amount (A) or (D)  Code (Instr. 5)  Table II - Derivative Securities Acquired, Disposed Of (D) (in (D)  Stock  1- Amount (A) or (D)  Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible set (Month/Day/Year)  Stock  1- Amount (A) or (D)  Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible set (Month/Day/Year)  Security  1- Amount (A) or (D)  Code (Instr. 3, 4 and 5)  Date (Month/Day/Year)  Date (Month/Day/Year)  Date (Month/Day/Year)  Date (Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Carrier   Carr	Clark   Clar	Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instrusatisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Y	Conversion or Exercise Perice of Derivative Securities Acquired (A) or Price of Derivative Security (Instr. 3)   Stock   01/25/2024   Security   Securit	Conversion or Exercise   Date   U./25/2024   U./25/2024	Conversion   Conversion   Conversion   Conversion   Conversion   Conversion   Conversion   Conversion   Code (Instr. 4)   Conversion   Code (Instr. 4)   Conversion   Code (Instr. 5)   Code (Instr. 6)   Code (

## **Explanation of Responses:**

- 1. These are performance-based restricted stock units granted on January 26, 2023 under the Company's stock incentive plan, vesting 25% on February 28, 2024 and 25% on January 31st of each year thereafter until fully vested.
- 2. Restricted stock units granted under the Company's stock incentive plan, vesting 25% on January 31st of each year following the grant date until fully vested.

/s/ David M. Eaton, Attorneyin-Fact

01/29/2024

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.