HARTE HANKS INC

Form 4

February 09, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number: Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * FRANKLIN LARRY

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First)

(Middle)

HARTE HANKS INC [HHS]

(Check all applicable)

200 CONCORD PLAZA DR.,

(Street)

3. Date of Earliest Transaction (Month/Day/Year)

_X__ Director X_ Officer (give title

10% Owner Other (specify

02/07/2005

below)

Chairman of the Board

SUITE 800

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting

Person

SAN ANTONIO, TX 78216

(City)	(State) (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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code	V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	12/06/2004		G	V	3,000	D	\$ 0	2,960,498	D	
Common Stock	01/04/2005		G	V	6,880	D	\$ 0	2,953,618	D	
Common Stock	02/01/2005		G	V	2,000	D	\$ 0	2,951,618	D	
Common Stock	02/07/2005		S		1,500	D	\$ 27.5	2,950,118	D	
Common Stock	02/07/2005		S		9,900	D	\$ 27.45	2,940,218	D	

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Common Stock	02/07/2005	S	200	D	\$ 27.59	2,940,018	D	
Common Stock	02/07/2005	S	300	D	\$ 27.6	2,939,718	D	
Common Stock	02/07/2005	S	1,300	D	\$ 27.52	2,938,418	D	
Common Stock	02/07/2005	S	400	D	\$ 27.56	2,938,018	D	
Common Stock	02/07/2005	S	400	D	\$ 27.51	2,937,618	D	
Common Stock	02/07/2005	S	3,900	D	\$ 27.53	2,933,718	D	
Common Stock	02/07/2005	S	2,000	D	\$ 27.55	2,931,718	D	
Common Stock	02/07/2005	S	100	D	\$ 27.54	2,931,618	D	
Common Stock						55,000	I	Trust
Common Stock						55,000	I	Trust

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of	•
	Derivative	``		Execution Date, if	Transacti	onNumber	(Month/Day/Year)		Amount of Underlying Securities (Instr. 3 and 4)		Derivative	į
	Security			any	Code	of					Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	(Instr. 5)					į	
				Derivative		Securities						
				Security		Acquired						1
						(A) or						į
						Disposed						
						of (D)						
						(Instr. 3,						
						4, and 5)						
										A		
										Amount		
						Date	Expiration Date	or Title Num				
						Exercisable						
					G 1 1	(A) (B)				of		
					Code V	(A) (D)				Shares		

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FRANKLIN LARRY

200 CONCORD PLAZA DR., SUITE 800 X Chairman of the Board

SAN ANTONIO, TX 78216

Signatures

Paul Steven Hacker, Power of Attorney 02/09/2005

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).