

HARTE HANKS INC  
Form 4  
December 21, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 OF SECURITIES**

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. Name and Address of Reporting Person \*  
**HOCHHAUSER RICHARD**

(Last) (First) (Middle)  
55 FIFTH AVENUE, 14TH FLOOR  
(Street)

NEW YORK, NY 10003

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**HARTE HANKS INC [HHS]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/20/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President and COO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ 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 |   | 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 Ownership (Instr. 4) |                               |
|---------------------------------|--------------------------------------|--|---------------------|---|---|------------|---|--|-----------------------------------|-------------------------------|
|                                 |                                      |  | Code                | V | Amount  | (A) or (D) |   |  |                                   | Price                         |
| Common Stock                    | 12/14/2005                           |  | G                   | V | 18,810  | D          | \$ 0  | 220,838  | D                                 | Indirect Beneficial Ownership |
| Common Stock                    | 12/20/2005                           |  | M                   |   | 15,000  | A          | \$ 0.6667   | 235,838  | D                                 | Indirect Beneficial Ownership |
| Common Stock                    | 12/20/2005                           |  | F                   |   | 7,229   | D          | \$ 26.29  | 228,609  | D                                 | Indirect Beneficial Ownership |
| Common Stock                    | 12/20/2005                           |  | F                   |   | 380   | D          | \$ 26.29  | 228,229  | D                                 | Indirect Beneficial Ownership |
| Common Stock                    | 12/20/2005                           |  | M                   |   | 90,000  | A          | \$ 6.8333   | 318,229  | D                                 | Indirect Beneficial Ownership |

Edgar Filing: HARTE HANKS INC - Form 4

|              |            |   |        |   |          |         |   |
|--------------|------------|---|--------|---|----------|---------|---|
| Common Stock | 12/20/2005 | F | 32,937 | D | \$ 26.29 | 285,292 | D |
| Common Stock | 12/20/2005 | F | 23,392 | D | \$ 26.29 | 261,900 | D |

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

**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 control number.**

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 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 Underlying Securities (Instr. 3 and 4) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Stock option (right to buy)                | \$ 0.6667  | 12/20/2005                           |  | M                              | 15,000  | 01/02/2001 01/02/2006                                    |   | Common Stock | 15,000                     |
| Stock option (right to buy)                | \$ 6.8333  | 12/20/2005                           |  | M                              | 90,000  | 01/02/2001 01/02/2006                                    |   | Common Stock | 90,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| HOCHHAUSER RICHARD<br>55 FIFTH AVENUE, 14TH FLOOR<br>NEW YORK, NY 10003 |               |           | President and COO |       |

## Signatures

Sloane Levy, Power of Attorney  
12/20/2005

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

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

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

(1) Stock option grant.

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.