

HARMAN INTERNATIONAL INDUSTRIES INC /DE/

Form 4

December 08, 2014

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 OF SECURITIESFiled 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 *
Steel Gary

(Last) (First) (Middle)

C/O HARMAN INTERNATIONAL
INDUSTRIES, INC, 400
ATLANTIC STREET, SUITE 1500

(Street)

STAMFORD, CT 06901

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HARMAN INTERNATIONAL
INDUSTRIES INC /DE/ [HAR]3. Date of Earliest Transaction
(Month/Day/Year)
12/05/20144. 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)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 (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 Ownership (Instr. 4)
Common Stock	12/05/2014		M	Amount (1) 1,040	A \$ 0	16,524	D
Common Stock	12/05/2014		F	312	D \$ 106.18	16,212	D
Common Stock	12/07/2014		M	Amount (3) 1,017	A \$ 0	17,229	D
Common Stock	12/07/2014		F	306	D \$ 106.18	16,923	D

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

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(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)		8. Price or Number of Shares (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Share Unit	(2)	12/05/2014		M		1,040		(1)	(1)	Common Stock	1,040
Restricted Share Unit	(2)	12/07/2014		M		1,017		(3)	(3)	Common Stock	1,017

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Steel Gary
C/O HARMAN INTERNATIONAL INDUSTRIES, INC
400 ATLANTIC STREET, SUITE 1500
STAMFORD, CT 06901

Signatures

Marisa Iasenza, as attorney-in-fact, for Gary Steel

12/08/2014

**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) Restricted share units vest 33 1/3% per year commencing on December 5, 2013.

(2) Each restricted share unit represents a contingent right to receive one share of Harman's common stock.

(3) Restricted share units vest 33 1/3% per year commencing on December 7, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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