

HARMAN INTERNATIONAL INDUSTRIES INC /DE/
 Form 4
 March 14, 2017

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 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 *
 Parker Herbert K

2. Issuer Name and Ticker or Trading Symbol
 HARMAN INTERNATIONAL INDUSTRIES INC /DE/ [HAR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 03/10/2017

____ Director _____ 10% Owner
 ____ Officer (give title below) ____ Other (specify below)
 EVP, Operational Excellence

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

STAMFORD, CT 06901

(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	03/10/2017 ⁽¹⁾		M		3,832 ⁽¹⁾	A	\$ 0 16,309	D
Common Stock	03/10/2017 ⁽¹⁾		M		1,917 ⁽¹⁾	A	\$ 0 18,226	D
Common Stock	03/10/2017 ⁽¹⁾		M		3,306 ⁽¹⁾	A	\$ 0 21,532	D
Common Stock	03/10/2017 ⁽¹⁾		A		10,732 ^{(2) (3)}	A	\$ 0 32,264	D
	03/10/2017 ⁽¹⁾		A			A	\$ 0 39,149	D

Common Stock			6,885 ⁽²⁾ <u>(3)</u>						
Common Stock	03/10/2017 ⁽¹⁾	A	6,596 ⁽²⁾ <u>(3)</u>	A	\$ 0	45,745	D		
Common Stock	03/10/2017 ⁽¹⁾	F	16,288 <u>(4)</u>	D	\$ 112	29,457	D		
Common Stock	03/10/2017 ⁽¹⁾	D	16,979 <u>(1)</u>	D	\$ 112	12,478	D		
Common Stock	03/10/2017 ⁽¹⁾	D	12,478 <u>(1)</u>	D	\$ 112	0	D		
Common Stock	03/10/2017 ⁽¹⁾	D	660.553 <u>(1)</u>	D	\$ 112	0	I		By 401(k) Plan
Common Stock	03/10/2017 ⁽¹⁾	D	671.32 <u>(1)</u>	D	\$ 112	0	I		By 401(k) Plan

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.

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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 Value of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Share Unit	<u>(3)</u>	03/10/2017		M	3,832	<u>(3)</u>	<u>(3)</u>	Common Stock	3,832
Restricted Share Unit	<u>(3)</u>	03/10/2017		M	1,917	<u>(3)</u>	<u>(3)</u>	Common Stock	1,917
Restricted Share Unit	<u>(3)</u>	03/10/2017		M	3,306	<u>(3)</u>	<u>(3)</u>	Common Stock	3,306

