

HARMAN INTERNATIONAL INDUSTRIES INC /DE/  
 Form 4  
 April 28, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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**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 \*  
**GIROD BERNARD A**

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)  
**723 21ST PLACE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**04/27/2005**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Vice Chairman & CEO**

**SANTA MONICA, CA 90402**

(City) (State) (Zip)

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

**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	04/27/2005		M	49,140 A \$ 8.6012	277,227	D	
Common Stock	04/27/2005		F	5,310 D \$ 79.6	271,917	D	
Common Stock	04/27/2005		F	15,670 D \$ 79.6	256,247	D	
Common Stock					17,782	I	By Managed 401(k) Account

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 Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 8.6012	04/27/2005		M	49,140	05/31/1996 <sup>(1)</sup>	05/31/2005	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.875					09/05/1997 <sup>(2)</sup>	09/05/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.3594					07/22/1998 <sup>(1)</sup>	07/22/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 11					07/30/2000 <sup>(1)</sup>	07/30/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 15.6875					08/07/2001 <sup>(1)</sup>	08/07/2010	Common Stock
Incentive Stock Option (right to buy)	\$ 15.6875					08/07/2001 <sup>(1)</sup>	08/07/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 18.445					08/07/2002 <sup>(1)</sup>	08/07/2011	Common Stock
Incentive Stock Option (right to buy)	\$ 18.445					08/07/2002 <sup>(1)</sup>	08/07/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 24.115					09/24/2003 <sup>(1)</sup>	09/24/2012	Common Stock

