

HARMAN INTERNATIONAL INDUSTRIES INC /DE/
 Form 4
 January 13, 2005

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 *
TOOLE FLOYD

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)
1301 KING JAMES COURT
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/12/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President - Acoustics

OAK PARK, CA 91377

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

(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 | 01/12/2005 | | M | 2,400 A \$ 24.115 | 2,400 | D | |
| Common Stock | 01/12/2005 | | M | 1,200 A \$ 12.45 | 3,600 | D | |
| Common Stock | 01/12/2005 | | M | 2,000 A \$ 11 | 5,600 | D | |
| Common Stock | 01/12/2005 | | M | 4,800 A \$ 11.7187 | 10,400 | D | |
| Common Stock | | | | | 1,025 | I | 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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(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Incentive Stock Option (right to buy) | \$ 24.115 | 01/12/2005 | | M | 2,400 | 09/24/2003 09/24/2012 | Common Stock | 2,400 |
| Incentive Stock Option (right to buy) | \$ 12.45 | 01/12/2005 | | M | 1,200 | 03/29/2002 03/29/2011 | Common Stock | 1,200 |
| Incentive Stock Option (right to buy) | \$ 11 | 01/12/2005 | | M | 2,000 | 11/10/1999 11/10/2008 | Common Stock | 2,000 |
| Incentive Stock Option (right to buy) | \$ 11.7188 | 01/12/2005 | | M | 4,800 | 11/09/2000 11/10/2009 | Common Stock | 4,800 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|----------------------------|
| Director 10% Owner | Officer |
| | Vice President - Acoustics |
| | Other |

TOOLE FLOYD
1301 KING JAMES COURT
OAK PARK, CA 91377

Signatures

Floyd Toole - Power of Attorney
on File

01/13/2005

__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).

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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