GAYDEN WILLIAM Form 4

April 03, 2003 SEC Form 4

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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

1. Name and Address of Reporting 2. Issuer Name Person' and Ticker or Trading Gayden, William K. Symbol Harte-Hanks, Inc. (Last) (First) **HHS** (Middle) 13727 Noel Road, Suite 500 3. I.R.S. Identification Number of Reporting (Street) Person, if an entity Dallas, TX 75240 (voluntary) (State) (City) (Zip)

4. Statement for (Month/Day/Year

04/02/2003

5. If Amendment, Date of Original (Month/Day/Year) 6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

∑ Director _ 10% Owner _ Officer (give title below) _ Other (specify below)

Description

- 7. Individual or Joint/Group Filing (Check Applicable Line)
- X Form filed by One Reporting PersonForm filed by More than One
- 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. Transa Cod (Inst	е	n(A) or Dis	rities Acquired isposed Of (D) . 3, 4, and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Owner-ship Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	٧	Amount	A/D	Price	Transaction(s) Indirec (I) (Instr. 3 and 4) (Instr. 4)	(Instr.		
Common Stock	04/02/2003		Α		615	Α	\$19.10	34,504	D		

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/	4. Transactio Code (Instr.8)	of Deriva Sec	and live Expirat unDiætse(ED)	7. Title and e(DTe)unt of Underlying ioSecurities (Instr. 3 and D4)y/Year)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Owner- ship Form of Deriv- ative Securities: Direct (D)	11. N Ir B C (I		

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	Year)		Dispos Of (D) (Inst 3, 4 and 5)						(Instr.4)	or Indirect (I) (Instr.4)		
		Code	>	Α	D	DE	ED	Title	Amount or Number of Shares			

Explanation of Responses:

By: Date:

/s/ Dean H. Blythe

04/03/2003

Attorney-in-fact

** Signature of Reporting Person

SEC 1474 (9-02)

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

- * 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.

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.