HARLEY DAVIDSON INC

Form 5/A October 11, 2006

FORM 5

OMB APPROVAL

OMB

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

3235-0362 Number: January 31, Expires:

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

2005 Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL burden hours per

OWNERSHIP OF SECURITIES

response... 1.0

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported

30(h) of the Investment Company Act of 1940 Form 4

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer LIONE GAIL A Symbol HARLEY DAVIDSON INC [HOG] (Check all applicable) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) (Middle) (Month/Day/Year) Director 10% Owner Other (specify 12/31/1999 X _ Officer (give title

C/O HARLEY DAVIDSON, 3700 W. JUNEAU AVE

(Street)

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

4. If Amendment, Date Original 6. Individual or Joint/Group Reporting

Filed(Month/Day/Year) 02/15/2000

(check applicable line)

below)

VP, Gen'l Counsel & Secretary

MILWAUKEE, WIÂ 53208

X Form Filed by One Reporting Person Form Filed by More than One Reporting

below)

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership (Instr. 8) of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year (Instr. 3 and 4)

or Amount (D) Price

contained in this form are not required to respond unless

Persons who respond to the collection of information

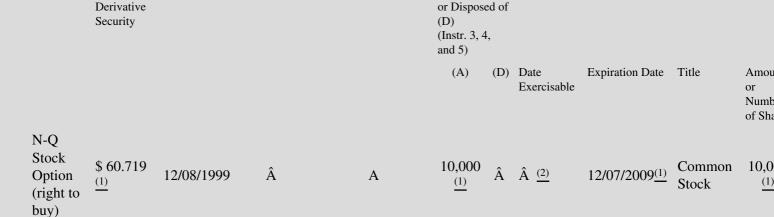
the form displays a currently valid OMB control number.

SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr 3)	Price of		(Month/Day/Year)	(Instr 8)	Acquired (A)		

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Reporting Owners

Reporting Owner Name / Address	Relationships				
1	Director	10% Owner	Officer	Other	
LIONE GAIL A C/O HARLEY DAVIDSON 3700 W. JUNEAU AVE MILWAUKEE, WI 53208	Â	Â	VP, Gen'l Counsel & Secretary	Â	

Signatures

/s/ Gail A. Lione 10/11/2006

**Signature of Pate
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).
- On February 17, 2000, the Board of Directors of Harley-Davidson, Inc. approved a two-for-one split of the Company's common stock effective for shareholders of record on March 22, 2000 and payable on April 7, 2000. The price, share and option amounts reflected herein have not been adjusted to reflect this stock split.
- Options for 2,500 shares will become exercisable on December 8, 2000, options for 2,500 shares will become exercisable on December 8, 2001, options for 2,500 shares will become exercisable on December 8, 2002 and options for 2,500 will become exercisable on December 8, 2003.

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Remarks

A Company-initiated review of its historical option grants revealed no material discrepancies in the c However, the Company noted clerical inconsistencies relating to the grant date for this 10,000 shar Company has clarified the inconsistency in a manner more favorable to the Company by using th date.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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