HARDINGE INC Form 4 May 05, 2005

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GREENLEE DOUGLAS A			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	Middle) 3.	[ARDINGE INC [hdng] Date of Earliest Transaction			(Check all applicable) X Director 10% Owner		
		(Month/Day/Year) 05/03/2005				X Director Officer (g below)		ner (specify
(Street)			. If Amendment,	Date Origina	al	6. Individual or Joint/Group Filing(Check		
	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non	-Derivative	Securities A	Acquired, Disposed	l of, or Beneficia	ally Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year) Execution Date, if		ate, if Transact	f TransactionAcquired (A) or			Securities Form: Direct Indirect	Indirect
(Instr. 3)	any Code Disposed of (D)		of (D)	Beneficially	(D) or Indirect	Beneficial		
		(Month/Day/	(Year) (Instr. 8)	(Instr. 3,	4 and 5)	Owned	(I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
					(A)	Reported Transaction(s)		
					or	(Instr 3 and 4)		
			Code V	Amount	(D) Price	(mour o und 1)		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities		

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Derivative Acquired Security (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of Shares Option (right to buy) with Common 05/03/2005 05/02/2015 \$ 14.8 05/03/2005 Α 750 750 Stock tandem tax withholding

Reporting Owners

Signatures

right

J. Philip Hunter, as Attorney-in-Fact pursuant to Power of Attorney dated March 6, 1995, the original of which was previously filed with the Commission

05/03/2005

**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. 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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