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HARRIS INTERACTIVE INC

Reported by

DE VERE MICHAEL

FORM 4/A

(Amended Statement of Changes in Beneficial Ownership)

Filed 03/29/12 for the Period Ending 06/07/11

Address	135 CORPORATE WOODS ROCHESTER, NY 14623-1457
Telephone	7162728400
CIK	0001094238
Symbol	HPOL
SIC Code	8742 - Management Consulting Services
Industry	Business Services
Sector	Services
Fiscal Year	06/30

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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

OMB APPROVAL
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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
de Vere Michael	**HARRIS INTERACTIVE INC [HPOL]**	_____ Director _____ 10% Owner
(Last) (First) (Middle) **C/O HARRIS INTERACTIVE INC., 161 SIXTH AVENUE**	3. Date of Earliest Transaction (MM/DD/YYYY) **6/7/2011**	__ **X** __ Officer (give title below) _____ Other (specify below) **Pres & CEO, US Business Groups**
(Street) **NEW YORK, NY 10013** (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY) **6/22/2011**	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Based Employee Stock Options	**$0.70**	**6/7/2011**		**A**		**300000**		**7/20/2011** (1)	**6/6/2021**	**Common Stock**	**300000**	**$0.70**	**300000**	**D**	

Explanation of Responses:

(1) Options were granted on June 7, 2011 and were to vest in five separate tranches of 60,000 options, with an initial exercise date of July 20, 2011 if, commencing on or after the grant date, the Company had an average closing price for its stock during a thirty consecutive trading day period (excluding any trading day in which the total trading volume of the stock was less than 10,000), at or above certain stock price targets, or if certain adjusted EBITDA targets were achieved using any trailing consecutive four fiscal quarters commencing on or after July 1, 2011. The purpose of this amendment is to report that this option award now vests in ten separate tranches of 30,000 options. Vesting of the options is still tied to achievement of certain stock price and adjusted EBITDA targets.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
de Vere Michael **C/O HARRIS INTERACTIVE INC.** **161 SIXTH AVENUE**			**Pres & CEO, US Business Groups**	

NEW YORK, NY 10013				

Signatures

Michael T. Burns as Attorney-in-Fact for Michael de Vere **3/29/2012**

** Signature of Reporting Person — Date

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.

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