

| OMB APPROVAL                                 |           |
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   |   |  |   |
|---|---|--|---|
| 1. Name and Address of Reporting Person*<br><u>Cox David Shawn</u><br><hr/> (Last) (First) (Middle)<br>14375 NW SCIENCE PARK DR.<br><hr/> (Street)<br>PORTLAND OR 97229<br><hr/> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br>01/08/2019 | 3. Issuer Name and Ticker or Trading Symbol<br><u>HARLEY DAVIDSON INC [ HOG ]</u>  |   |
|   |   | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>SVP Consumer Retail Experience</u> | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><hr/> 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
|---------------------------------|---|--|---|

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|--|--|---|
|  | Date Exercisable   | Expiration Date |   |  |  |   |

Explanation of Responses:

**Remarks:**

coxpoa.txt

No securities are beneficially owned.

/s/ Paul J. Krause, as Power of Attorney 01/11/2019

\*\* 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 5 (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.

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 Number.

LIMITED POWER OF ATTORNEY FOR SECTION 16  
REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby constitutes and appoints each of Paul J. Jones, Paul J.

Krause and John A. Olin, or either of them acting singly and with full power of substitution, the undersigned's true and lawful attorney-in-fact to: 1. execute for and on behalf of the undersigned (in accordance with Section 16

(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder (the "Exchange Act") and Rule 144

of the Securities Act of 1933, as amended (the "Securities Act"), in the undersigned's capacity as an officer or

director or both of Harley-Davidson, Inc. (the "Company"), any and all Form IDs, Forms 3, 4 and 5 and/or 144, and

any amendments' thereto, that are necessary or advisable for the undersigned to file under Section 16(a) of the

Exchange Act and Rule 144 of the Securities Act (collectively, "Documents"); 2. do and perform any and all acts

for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Documents

and timely file such Documents with the United States Securities and Exchange Commission and any stock exchange or similar authority;

3. seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on

transactions in the Company's securities from any third party, including brokers, employee benefit plan

administrators and trustees, and the undersigned hereby authorizes any such person to release any such information

to each of the undersigned's attorneys-in-fact appointed by this Limited Power of Attorney and approves and

ratifies any such release of information; and 4. take any other action in connection with the foregoing which,

in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by or

for, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the

undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such information and

disclosure as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and

every act and thing whatsoever required, necessary or proper to be done in the exercise of any of the rights and

powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally

present, with full power of substitution or revocation, hereby ratifying and confirming all that such

attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by

virtue of this Limited Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request and

on the behalf of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's

responsibilities to comply with, or any liability for the failure to comply with, any provision of Section 16 of

the Exchange Act.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to

file Documents with respect to the undersigned's holdings of and transaction in securities issued by the Company,

unless earlier revoked by the undersigned in a signed writing delivered to each of the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has executed this Limited Power of Attorney as of this 9th day of January, 2019.

Signature

/s/David Shawn Cox

Printed Name

: David Shawn Cox