

MANHATTAN ASSOCIATES INC

Form 8-K

February 10, 2004

Securities And Exchange Commission

Washington, DC 20549

FORM 8-K

**Current Report
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of earliest event reported: February 10, 2004

Manhattan Associates, Inc.

(Exact Name of Registrant as Specified in Charter)

Georgia
(State or Other Jurisdiction
of Incorporation)

0-23999
(Commission File Number)

58-2373424
(I.R.S. Employer Identification No.)

2300 Windy Ridge Parkway, Suite 700, Atlanta, Georgia
(Address of Principal Executive Offices)

30339
(Zip Code)

(770) 955-7070
(Registrant's telephone number, including area code)

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) **Exhibits.**

The following exhibit is furnished in accordance with Item 601 of Regulation S-K:

99.1 Press Release, dated February 10, 2004.

Item 12. Results of Operations and Financial Condition.

On February 10, 2004, the Company issued a press release providing the final results for its financial performance for the quarter and year ended December 31, 2003. A copy of this press release is attached as Exhibit 99.1. Pursuant to General Instruction B.6 of Form 8-K, this exhibit is furnished and not filed for purposes of Section 18 of the Securities Exchange Act of 1934.

The press release includes, as additional information regarding the Company's operating results, the Company's adjusted net income and adjusted net income per share, which exclude the recovery from a bankrupt customer, a restructuring charge, an in-process research and development charge, acquisition-related expenses and the amortization of acquisition-related intangibles, net of income tax effects. The measures are not in accordance with, or an alternative for, GAAP and may be different from non-GAAP net income and non-GAAP per share measures used by other companies. The Company believes that this presentation of adjusted net income and adjusted net income per share provides useful information to investors regarding certain additional financial and business trends relating to the Company's financial condition and results of operations.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Manhattan Associates, Inc.

By: /s/ Edward K. Quibell

Edward K. Quibell
Senior Vice President and Chief Financial Officer

Dated: February 10, 2004