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

POST-EFFECTIVE AMENDMENT NO. 1 TO

Form S-8 Registration Statement No. 333-143611
Form S-8 Registration Statement No. 333-159852
Form S-8 Registration Statement No. 333-174499

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

MANHATTAN ASSOCIATES, INC.

(Exact Name of Registrant as Specified in its Charter)

Georgia
*(State or Other Jurisdiction of
Incorporation or Organization)*

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

**2300 Windy Ridge Parkway, Tenth Floor
Atlanta, GA 30339**

(Address, Including Zip Code, of Registrant's Principal Executive Offices)

MANHATTAN ASSOCIATES, INC. 2007 STOCK INCENTIVE PLAN

(Full Title of the Plan)

Bruce S. Richards
Senior Vice President,
Chief Legal Officer and Secretary
Manhattan Associates, Inc.
2300 Windy Ridge Parkway, Tenth Floor
Atlanta, Georgia 30339
(770) 955-7070

*(Name, Address, and Telephone Number,
Including Area Code, of Agent for Service)*

Copies to:
David M. Eaton
Kilpatrick Townsend & Stockton LLP
1100 Peachtree Street, N.E., Suite 2800
Atlanta, Georgia 30309
(404) 815-6500

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer
Non-accelerated filer Smaller reporting company
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

EXPLANATORY NOTE

This Post-Effective Amendment No. 1 to the following Registration Statements on Form S-8 (the "Prior Registration Statements") is being filed to deregister certain shares of common stock, \$0.01 par value per share (the "Shares"), of Manhattan Associates, Inc. (the "Company") that were registered for issuance pursuant to the Manhattan Associates, Inc. 2007 Stock Incentive Plan (the "2007 Plan"):

- Registration Statement No. 333-143611, filed with the SEC on June 8, 2007, relating to the registration of 9,200,000 Shares (on a post-split basis) issuable under the 2007 Plan;
- Registration Statement No. 333-159852, filed with the SEC on June 9, 2009, relating to the registration of an additional 9,600,000 Shares (on a post-split basis) issuable under the 2007 Plan; and
- Registration Statement No. 333-174499, filed with the SEC on May 25, 2011, relating to the registration of 11,200,000 Shares (on a post-split basis) issuable under the 2007 Plan.

The Prior Registration Statements collectively registered 30,000,000 Shares (on a post-split basis) issuable pursuant to the 2007 Plan. The Prior Registration Statements are hereby amended to deregister all Shares that were previously registered and that remain unissued under the 2007 Plan.

SIGNATURES

Pursuant to the requirements of the Securities Act, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Atlanta, State of Georgia, on this 15th day of May, 2020.

MANHATTAN ASSOCIATES, INC.

By: /s/ Eddie Capel
Eddie Capel
President and Chief Executive Officer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 has been signed by the following persons in the capacities and on the dates indicated:

/s/ Eddie Capel _____ Date:
May 15, 2020
Eddie Capel
Director, President and Chief Executive Officer
(Principal Executive Officer)

/s/ Dennis B. Story _____ Date:
May 15, 2020
Dennis B. Story
Executive Vice President and Chief Financial Officer
(Principal Financial Officer)

/s/ Linda C. Pinne _____ Date:
May 15, 2020
Linda C. Pinne
Senior Vice President, Global Corporate Controller,
and Chief Accounting Officer
(Principal Accounting Officer)

/s/ Edmond I. Eger _____ Date:
May 15, 2020
Edmond I. Eger, Director

/s/ Linda T. Hollembaek _____ Date:
May 18, 2020
Linda T. Hollembaek, Director

/s/ John J. Huntz, Jr.
May 18, 2020
John J. Huntz, Jr., Chairman of the Board of Directors

Date:

/s/ Charles E. Moran
May 18, 2020
Charles E. Moran, Director

Date:

/s/ Thomas E. Noonan
May 18, 2020
Thomas E. Noonan, Director

Date:

/s/ Deepak Raghavan
May 18, 2020
Deepak Raghavan, Director

Date: