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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 19, 2011

MANHATTAN ASSOCIATES, INC.
(Exact name of registrant as specified in its charter)

Georgia	**0-23999**	**58-2373424**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

2300 Windy Ridge Parkway, Suite 1000, Atlanta, Georgia	**30339**
(Address of principal executive offices)	(Zip Code)

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

NONE
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition.

On July 19, 2011, Manhattan Associates, Inc. (the "Company") issued a press release providing the results for its financial performance for the second quarter and six months ended June 30, 2011. A copy of this press release is attached as Exhibit 99.1. Pursuant to General Instruction B.2 of Form 8-K, this exhibit is "furnished" and not "filed" for purposes of Section 18 of the Securities Exchange Act of 1934.

Non-GAAP Financial Measures in the Press Release

The press release includes, as additional information regarding our operating results, our adjusted operating income, adjusted net income and adjusted earnings per share, which excludes the impact of acquisition-related costs and the amortization thereof, the recapture of previously recognized transaction tax expense, and equity-based compensation — all net of income tax effects and unusual tax adjustments.

These various measures are not in accordance with, or an alternative for, financial measures calculated in accordance with generally accepted accounting principles in the United States ("GAAP") and may be different from similarly titled non-GAAP financial measures used by other companies. Non-GAAP financial measures should not be used as a substitute for, or considered superior to, measures of financial performance prepared in accordance with GAAP.

Adjusted Income and Earnings Per Share

We believe that these adjusted (non-GAAP) results provide more meaningful information regarding those aspects of our current operating performance that can be effectively managed, and consequently have developed our internal reporting, compensation and planning systems using these measures. Non-GAAP measures used in the press release exclude the impact of the items described above for the following reasons:

- Because we sporadically engage in acquisitions, we incur acquisition-related costs that consist primarily of expenses from accounting and legal due diligence, whether or not we ultimately proceed with the transaction. Additionally, we might assume and incur certain unusual costs, such as employee retention benefits, that result from arrangements made prior to the acquisition. These acquisition costs are difficult to predict and do not correlate to the expenses of our core operations. We believe our competitors and peers typically present as a non-GAAP measure adjusted net income and adjusted earnings per share that exclude the amortization of acquisition-related intangible assets, and thus we exclude these amortization costs when calculating adjusted net income and adjusted earnings per share to facilitate more relevant and meaningful comparisons of our operating results with that of our competitors.

- Because we have recognized the full potential amount of the transaction (sales) tax expense in prior periods, any recovery of that expense resulting from the expiration of the state sales tax statutes, the collection of the taxes from our customers or a sales tax audit refund would overstate the current period net income derived from our core operations as the recovery is not a result of anything occurring within our control during the current period.

- Because equity-based compensation expense is not an expense that typically requires or will require cash settlement by the Company, and because we believe our competitors and peers typically present non-GAAP results excluding all equity-based compensation expense, we have not included equity-based compensation expense and the related tax benefit generated upon the disposition of equity-based compensation in the assessment of our operating performance.

For these reasons, we have developed our internal reporting, compensation and planning systems using non-GAAP measures which adjust for these amounts.

We believe the reporting of adjusted operating income, adjusted net income and adjusted earnings per share facilitates investors' understanding of our historical operating trends, because it provides important supplemental measurement information in evaluating the operating results of our business, as distinct from results that include items that are not indicative of ongoing operating results, and thus provide the investors with useful insight into our profitability exclusive of unusual adjustments. While these adjusted items may not be considered as non-recurring in nature in a strictly accounting sense, management regards those items as infrequent and not arising out of the ordinary course of business and finds it useful to utilize a non-GAAP measure in evaluating the performance of our underlying core business.

We also believe that adjusted operating income, adjusted net income and adjusted earnings per share provide a basis for more relevant comparisons to other companies in the industry, enable investors to evaluate our operating performance in a manner consistent with our internal basis of measurement and also present our investors our operating results on the same basis as that used by our management. Management refers to adjusted operating income, adjusted net income and adjusted earnings per share in making operating decisions because we believe they provide meaningful supplemental information regarding our operational performance and our ability to invest in research and development and fund acquisitions and capital expenditures. In addition, adjusted operating income, adjusted net income and adjusted earnings per share facilitate management's internal comparisons to our historical operating results and comparisons to competitors' operating results.

Further, we rely on adjusted operating income, adjusted net income and adjusted net income per share information as primary measures to review and assess the operating performance of our company and our management team in connection with our executive compensation and bonus plans. Since most of our employees are not directly involved with decisions surrounding acquisitions or severance related activities and other items that are not central to our core operations, we do not believe it is appropriate or fair to have their incentive compensation affected by these items.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release, dated July 19, 2011

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, hereunto duly authorized.

Manhattan Associates, Inc.

By: /s/ Dennis B. Story
Dennis B. Story
Executive Vice President, Chief Financial Officer and Treasurer

Dated: July 19, 2011

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release, dated July 19, 2011.

Exhibit 99.1

Contact: Dennis Story
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Manhattan Associates Reports Record Earnings on Strong Revenue Performance

Company raises full-year Revenue and EPS guidance

ATLANTA — July 19, 2011 — Leading supply chain optimization provider Manhattan Associates, Inc. (NASDAQ: MANH) today reported record second quarter 2011 non-GAAP adjusted diluted earnings per share of $0.65 compared to $0.42 in the second quarter of 2010, on license revenue of $16.3 million and total revenue of $88.4 million. GAAP earnings per share were a record $0.57 compared to earnings of $0.36 per share in the prior year second quarter.

Manhattan Associates President and CEO Pete Sinisgalli commented, "Our second quarter results were strong in essentially all areas. Moreover, our outlook for the second half of 2011 is encouraging."

SECOND QUARTER 2011 FINANCIAL SUMMARY:

- Adjusted diluted earnings per share, a non-GAAP measure, was $0.65 in the second quarter of 2011, compared to $0.42 in the second quarter of 2010.
- The Company reported GAAP diluted earnings per share of $0.57 in the second quarter of 2011, compared to $0.36 in the second quarter of 2010.
- Consolidated revenue for the second quarter of 2011 was $88.4 million, compared to $77.6 million in the second quarter of 2010. License revenue was $16.3 million in the second quarter of 2011, compared to $15.5 million in the second quarter of 2010.
- Adjusted operating income, a non-GAAP measure, was $21.1 million in the second quarter of 2011, compared to $14.4 million in the second quarter of 2010.
- GAAP operating income for the second quarter of 2011 was $18.2 million, compared to $12.0 million in the second quarter of 2010.

- Cash flow from operations was $16.0 million in the second quarter of 2011, compared to $10.0 million in the second quarter of 2010. Days Sales Outstanding were 55 days at June 30, 2011, compared to 57 days at March 31, 2011.
- Cash and investments on-hand at June 30, 2011 was $110.3 million, compared to $126.9 million at December 31, 2010.
- The Company repurchased approximately 1.1 million common shares under the share repurchase program authorized by the Board of Directors, totaling $38.3 million at an average share price of $35.50 in the second quarter of 2011. In July 2011, the Board of Directors approved raising the Company's remaining share repurchase authority to an aggregate $50.0 million of Manhattan Associates outstanding common stock.

SIX MONTH 2011 FINANCIAL SUMMARY:

- Adjusted diluted earnings per share, a non-GAAP measure, was a record $1.06 for the six months ended June 30, 2011, compared to $0.82 for the six months ended June 30, 2010.
- GAAP diluted earnings per share for the six months ended June 30, 2011 was $0.89, compared to $0.68 for the six months ended June 30, 2010.
- Consolidated revenue for the six months ended June 30, 2011 was $160.1 million, compared to $151.6 million for the six months ended June 30, 2010. License revenue was $24.1 million for the six months ended June 30, 2011, compared to $29.7 million in the six months ended June 30, 2010.
- Adjusted operating income, a non-GAAP measure, was $31.5 million for the six months ended June 30, 2011, compared to $28.7 million for the six months ended June 30, 2010.
- GAAP operating income was $25.8 million for the six months ended June 30, 2011, compared to $23.5 million for the six months ended June 30, 2010, which included $1.2 million of recoveries of previously expensed sales tax associated with expiring sales tax audit statutes.
- For the six months ended June 30, 2011, the Company repurchased approximately 1.9 million common shares under the share repurchase program authorized by the Board of Directors at an average share price of $33.55, for a total investment of $63.9 million.

SALES ACHIEVEMENTS:

- Closing four contracts of $1.0 million or more in recognized license revenue during the quarter.
- Completing software license wins with new customers such as: Beigi Foton Motor Co., Ltd, Bollore Logistics, Copernica Inc., CSPC Zhongcheng Pharmaceutical Logistics Company, DBA Amplifier, eCMM Services, Inc., Heilan Group, Jiangsu Horizon Supermarket Company Limited, Michael Kors (USA), Inc., MWI Veterinary Supply Co., Precision Planting Incorporated, Starbucks Corporation and Westco MultiTemp Distribution Centres, Inc.
- Expanding partnerships with existing customers such as: American Eagle Outfitters, Inc., Better Life Commercial Chain Share Co LTD, Ceva Logistics U.S., Inc., Coach, Inc., Devanlay SA, Ewing Irrigation, Inc., Family Dollar, Inc., Fiskars Brands,Inc., Follett Higher Education Group, House of Fraser (Stores) Limited, Kwik Trip Inc., Masscash (Pty) Ltd, Ocean State Jobbers, Inc., O'Reilly Automotive, Inc., Panalpina Management AG and True Religion Brand Jeans.

2011 GUIDANCE

Manhattan Associates provided the following revenue and diluted earnings per share guidance for the full year 2011. As detailed in Note 8 in the supplemental attachments to this release, this guidance excludes restricted stock expense previously included in adjusted results. Additionally, a full reconciliation of GAAP to non-GAAP diluted earnings per share is included in the supplemental attachments to this release.

	Guidance Range - 2011 Full year					
($'s in millions, except EPS)	$ Range				% Growth range	
Total revenue — current guidance	**$**	**325**	**$**	**335**	**10%**	**13%**
Total revenue — previous guidance	$	325	$	330	10%	11%
Diluted earnings per share (EPS):						
Adjusted EPS(1) — current guidance	**$**	**1.97**	**$**	**2.02**	**25%**	**28%**
GAAP EPS — current guidance	**$**	**1.65**	**$**	**1.70**	**32%**	**36%**
Adjusted EPS(1) — previous guidance	$	1.87	$	1.92	18%	22%
GAAP EPS — previous guidance	$	1.55	$	1.60	24%	28%

(1) Adjusted EPS is Non-GAAP

Manhattan Associates currently intends to publish, in each quarterly earnings release, certain expectations with respect to future financial performance. These statements are forward-looking. Actual results may differ materially, especially in the current uncertain economic environment. These statements do not reflect the potential impact of mergers, acquisitions or other business combinations that may be completed after the date of this release.

Manhattan Associates will make its earnings release and published expectations available on its Web site (www.manh.com). Beginning September 16, 2011, Manhattan Associates will observe a “Quiet Period” during which Manhattan Associates and its representatives will not comment concerning previously published financial expectations. Prior to the start of the Quiet Period, the public can continue to rely on the expectations published in this 2011 Guidance section as still being Manhattan Associates’ current expectation on matters covered, unless Manhattan Associates publishes a notice stating otherwise. During the Quiet Period, previously published expectations should be considered historical only, speaking only as of or prior to the Quiet Period, and Manhattan Associates disclaims any obligation to update any previously published financial expectations during the Quiet Period. The Quiet Period will extend until the date when Manhattan Associates’ next quarterly earnings release is published, currently scheduled for the third week of October 2011.

CONFERENCE CALL

The Company’s conference call regarding its second quarter 2011 financial results will be held at 4:30 p.m. Eastern Time on Tuesday, July 19, 2011. Investors are invited to listen to a live webcast of the conference call through the investor relations section of Manhattan Associates’ website at www.manh.com. To listen to the live webcast, please go to the website at least 15 minutes before the call to download and install any necessary audio software. For those who cannot listen to the live broadcast, a replay can be accessed shortly after the call by dialing +1.800.642.1687 in the U.S. and Canada, or +1.706.645.9291 outside the U.S., and entering the conference identification number 76885827 or via the web at www.manh.com. The phone replay will be available for two weeks after the call, and the Internet broadcast will be available until Manhattan Associates’ third quarter 2011 earnings release.

GAAP VERSUS NON-GAAP PRESENTATION

The Company provides adjusted operating income, adjusted net income and adjusted earnings per share in this press release as additional information regarding the Company's operating results. These measures are not in accordance with — or an alternative for — GAAP, and may be different from non-GAAP operating income, non-GAAP net income and non-GAAP earnings per share measures used by other companies. The Company believes that the presentation of these non-GAAP financial measures facilitates investors' understanding of its historical operating trends, because it provides important supplemental measurement information in evaluating the operating results of its business, as distinct from results that include items that are not indicative of ongoing operating results. The Company consequently believes that the presentation of these non-GAAP financial measures provides investors with useful insight into its profitability. This release should be read in conjunction with its Form 8-K earnings release filing for the quarter ended June 30, 2011.

The non-GAAP adjusted operating income, adjusted net income and adjusted earnings per share exclude the impact of acquisition-related costs and the amortization thereof; the recapture of previously recognized sales tax expense; and equity-based compensation — all net of income tax effects and unusual tax adjustments. In addition, the Company's forward-looking non-GAAP adjusted earnings per share included with its 2011 Guidance excludes all equity-based compensation expense. Reconciliations of the Company's GAAP financial measures to non-GAAP adjustments are included in the supplemental information attached to this release.

ABOUT MANHATTAN ASSOCIATES, INC.

Manhattan Associates continues to deliver on its 21-year heritage of providing global supply chain excellence to more than 1,200 customers worldwide that consider supply chain optimization core to their strategic market leadership. The company's supply chain innovations include: Manhattan SCOPE® a portfolio of software solutions and technology that leverages a Supply Chain Process Platform to help organizations optimize their supply chains from planning through execution; Manhattan SCALE™, a portfolio of distribution management and transportation management solutions built on Microsoft. NET technology; and Manhattan Carrier™, a suite of supply chain solutions specifically addressing the needs of the motor carrier industry. For more information, please visit www.manh.com.

This press release contains "forward-looking statements" relating to Manhattan Associates, Inc. Forward-looking statements in this press release includes the information set forth under "2011 Guidance." Prospective investors are cautioned that any such forward-looking statements are not guarantees of future performance and involve risks and uncertainties, and that actual results may differ materially from those contemplated by such forward-looking statements. Among the important factors that could cause actual results to differ materially from those indicated by such forward-looking statements are: uncertainty about the global economy; delays in product development; competitive pressures; software errors; and additional risk factors set forth in Item 1A of the Company's Annual Report on Form 10-K for the year ended December 31, 2010. Manhattan Associates undertakes no obligation to update or revise forward-looking statements to reflect changed assumptions, the occurrence of unanticipated events or changes in future operating results.

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MANHATTAN ASSOCIATES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(in thousands, except per share amounts)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2011	2010	2011	2010
	(unaudited)			
Revenue:				
Software license	$ 16,347	$ 15,485	$ 24,109	$ 29,692
Services	63,774	54,780	119,852	108,241
Hardware and other	8,281	7,376	16,151	13,657
Total revenue	88,402	77,641	160,112	151,590
Costs and expenses:				
Cost of license	1,824	1,611	3,063	3,160
Cost of services	27,462	24,906	52,420	48,970
Cost of hardware and other	6,457	6,205	12,757	11,274
Research and development	10,676	10,334	21,059	20,774
Sales and marketing	12,309	12,073	22,909	22,541
General and administrative	9,238	8,177	17,914	16,638
Depreciation and amortization	2,223	2,318	4,224	4,733
Total costs and expenses	70,189	65,624	134,346	128,090
Operating income	18,213	12,017	25,766	23,500
Other income (loss), net	334	304	352	(194)
Income before income taxes	18,547	12,321	26,118	23,306
Income tax provision	6,208	4,132	6,613	7,922
Net income	$ 12,339	$ 8,189	$ 19,505	$ 15,384
Basic earnings per share	$ 0.60	$ 0.38	$ 0.93	$ 0.70
Diluted earnings per share	$ 0.57	$ 0.36	$ 0.89	$ 0.68
Weighted average number of shares:				
Basic	20,696	21,718	20,861	21,837
Diluted	21,775	22,776	21,926	22,655

MANHATTAN ASSOCIATES, INC. AND SUBSIDIARIES
RECONCILIATION OF SELECTED GAAP TO NON-GAAP MEASURES
(in thousands, except per share amounts)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2011	2010	**2011**	2010
Operating income	**$ 18,213**	$ 12,017	**$ 25,766**	$ 23,500
Equity-based compensation (a)	**2,405**	2,502	**4,814**	5,087
Purchase amortization (b)	**438**	639	**877**	1,277
Sales tax recoveries (c)	**—**	(792)	**—**	(1,212)
Adjusted operating income (Non-GAAP)	**$ 21,056**	$ 14,366	**$ 31,457**	$ 28,652
Income tax provision	**$ 6,208**	$ 4,132	**$ 6,613**	$ 7,922
Equity-based compensation (a)	**806**	863	**1,613**	1,755
Purchase amortization (b)	**147**	221	**294**	441
Sales tax recoveries (c)	**—**	(273)	**—**	(418)
Unusual tax adjustments (d)	**6**	118	**112**	118
Adjusted income tax provision (Non-GAAP)	**$ 7,167**	$ 5,061	**$ 8,632**	$ 9,818
Net income	**$ 12,339**	$ 8,189	**$ 19,505**	$ 15,384
Equity-based compensation (a)	**1,599**	1,639	**3,201**	3,332
Purchase amortization (b)	**291**	418	**583**	836
Sales tax recoveries (c)	**—**	(519)	**—**	(794)
Unusual tax adjustments (d)	**(6)**	(118)	**(112)**	(118)
Adjusted net income (Non-GAAP)	**$ 14,223**	$ 9,609	**$ 23,177**	$ 18,640
Diluted EPS	**$ 0.57**	$ 0.36	**$ 0.89**	$ 0.68
Equity-based compensation (a)	**0.07**	0.07	**0.15**	0.15
Purchase amortization (b)	**0.01**	0.02	**0.03**	0.04
Sales tax recoveries (c)	**—**	(0.02)	**—**	(0.04)
Unusual tax adjustments (d)	**—**	(0.01)	**(0.01)**	(0.01)
Adjusted diluted EPS (Non-GAAP)	**$ 0.65**	$ 0.42	**$ 1.06**	$ 0.82
Fully diluted shares	**21,775**	22,776	**21,926**	22,655

(a) Beginning in 2011, to be consistent with other companies in the software industry, we began to report adjusted results excluding all equity-based compensation. The equity-based compensation is included in the following GAAP operating expense lines for the three and six months ended June 30, 2011 and 2010:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2011	2010	**2011**	2010
Cost of services	**$ 356**	$ 369	**$ 703**	$ 706
Research and development	**386**	406	**758**	778
Sales and marketing	**562**	734	**1,148**	1,432
General and administrative	**1,101**	993	**2,205**	2,171
Total equity-based compensation	**$ 2,405**	$ 2,502	**$ 4,814**	$ 5,087

(b) Adjustments represent purchased intangibles amortization from prior acquisitions. Such amortization is commonly excluded from GAAP net income by companies in our industry and we therefore exclude these amortization costs to provide more relevant and meaningful comparisons of our operating results to that of our competitors.

(c) Adjustment represents recoveries of previously recorded state sales tax resulting primarily from the expiration of the sales tax audit statutes in certain states. Because we have recognized the full potential amount of the sales tax expense in prior periods, any recovery of that expense resulting from the expiration of the statutes or the collection of tax from our customers would overstate the current period net income derived from our core operations as the recovery is not a result of any event occurring within our control during the current period. Thus, we have excluded these recoveries from adjusted non-GAAP results.

(d) Adjustments represent tax benefit from disqualifying dispositions of incentive stock options that were previously expensed. As discussed above, we excluded equity-based compensation from adjusted non-GAAP results to be consistent with other companies in the software industry. Therefore, we also excluded the related tax benefit generated upon their disposition.

MANHATTAN ASSOCIATES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(in thousands, except share and per share data)

	June 30, 2011 (unaudited)	December 31, 2010
ASSETS		
Current Assets:		
Cash and cash equivalents	$ 103,400	$ 120,744
Short term investments	5,956	4,414
Accounts receivable, net of allowance of $5,094 and $5,711 in 2011 and 2010, respectively	52,995	47,419
Deferred income taxes	7,486	7,214
Income taxes receivable	1,609	2,446
Prepaid expenses and other current assets	6,979	6,743
Total current assets	178,425	188,980
Property and equipment, net	13,516	14,833
Long-term investments	909	1,711
Goodwill, net	62,281	62,265
Acquisition-related intangible assets, net	309	1,186
Deferred income taxes	9,204	8,816
Other assets	3,118	2,673
Total assets	$ 267,762	$ 280,464
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 8,927	$ 7,745
Accrued compensation and benefits	13,959	19,807
Accrued and other liabilities	13,950	13,856
Deferred revenue	50,335	44,974
Total current liabilities	87,171	86,382
Other non-current liabilities	9,888	10,282
Shareholders' equity:		
Preferred stock, no par value; 20,000,000 shares authorized, no shares issued or outstanding in 2011 or 2010	—	—
Common stock, $.01 par value; 100,000,000 shares authorized; 21,106,727 and 21,729,789 shares issued and outstanding at June 30, 2011 and December 31, 2010, respectively	211	217
Additional paid-in capital	—	487
Retained earnings	171,371	184,152
Accumulated other comprehensive loss	(879)	(1,056)
Total shareholders' equity	170,703	183,800
Total liabilities and shareholders' equity	$ 267,762	$ 280,464

MANHATTAN ASSOCIATES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(in thousands)

	Six Months Ended June 30,	
	2011	**2010**
	(unaudited)	
Operating activities:		
Net income	**$ 19,505**	$ 15,384
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	**4,224**	4,733
Stock compensation	**4,814**	5,087
Loss on disposal of equipment	**12**	(6)
Tax benefit of stock awards exercised/vested	**2,885**	1,237
Excess tax benefits from stock based compensation	**(1,198)**	(342)
Deferred income taxes	**(633)**	(25)
Unrealized foreign currency (gain) loss	**(57)**	24
Changes in operating assets and liabilities:		
Accounts receivable, net	**(5,198)**	(9,299)
Other assets	**(623)**	(1,122)
Accounts payable, accrued and other liabilities	**(5,347)**	8,285
Income taxes	**855**	(1,837)
Deferred revenue	**4,886**	1,743
Net cash provided by operating activities	**24,125**	23,862
Investing activities:		
Purchase of property and equipment	**(1,996)**	(2,706)
Net (purchases) maturities of investments	**(723)**	98
Net cash used in investing activities	**(2,719)**	(2,608)
Financing activities:		
Purchase of common stock	**(65,996)**	(41,022)
Proceeds from issuance of common stock from options exercised	**25,517**	17,445
Excess tax benefits from stock based compensation	**1,198**	342
Net cash used in financing activities	**(39,281)**	(23,235)
Foreign currency impact on cash	**531**	(573)
Net change in cash and cash equivalents	**(17,344)**	(2,554)
Cash and cash equivalents at beginning of period	**120,744**	120,217
Cash and cash equivalents at end of period	**$ 103,400**	$ 117,663

MANHATTAN ASSOCIATES, INC.
SUPPLEMENTAL INFORMATION

1. GAAP and Adjusted earnings (loss) per share by quarter are as follows:

	2010					2011		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
GAAP Diluted EPS	**$ 0.32**	**$ 0.36**	**$ 0.28**	**$ 0.29**	**$ 1.25**	**$ 0.32**	**$ 0.57**	**$ 0.89**
Adjustments to GAAP:								
Equity-based compensation	0.08	0.07	0.08	0.08	0.30	0.07	0.07	0.15
Purchase amortization	0.02	0.02	0.02	0.01	0.07	0.01	0.01	0.03
Sales tax recoveries	(0.01)	(0.02)	—	—	(0.04)	—	—	—
Unusual tax adjustments	—	(0.01)	—	—	(0.01)	—	—	(0.01)
Adjusted Diluted EPS	**$ 0.40**	**$ 0.42**	**$ 0.38**	**$ 0.38**	**$ 1.58**	**$ 0.41**	**$ 0.65**	**$ 1.06**

2. Revenues and operating income (loss) by reportable segment are as follows (in thousands):

	2010					2011		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Revenue:								
Americas	$ 61,889	$ 64,875	$ 62,555	$ 59,631	$ 248,950	$ 60,185	$ 72,634	$ 132,819
EMEA	7,989	8,587	8,266	7,324	32,166	8,336	11,075	19,411
APAC	4,071	4,179	3,193	4,558	16,001	3,189	4,693	7,882
	$ 73,949	**$ 77,641**	**$ 74,014**	**$ 71,513**	**$ 297,117**	**$ 71,710**	**$ 88,402**	**$ 160,112**
GAAP Operating Income (Loss):								
Americas	$ 10,333	$ 9,836	$ 8,121	$ 7,578	$ 35,868	$ 7,087	$ 15,749	$ 22,836
EMEA	418	1,530	1,214	523	3,685	909	1,963	2,872
APAC	732	651	277	714	2,374	(443)	501	58
	$ 11,483	**$ 12,017**	**$ 9,612**	**$ 8,815**	**$ 41,927**	**$ 7,553**	**$ 18,213**	**$ 25,766**
Adjustments (pre-tax):								
Americas:								
Equity-based compensation	$ 2,585	$ 2,502	$ 2,620	$ 2,713	$ 10,420	$ 2,409	$ 2,405	$ 4,814
Purchase amortization	638	639	571	439	2,287	439	438	877
Sales tax recoveries	(420)	(792)	—	—	(1,212)	—	—	—
	$ 2,803	**$ 2,349**	**$ 3,191**	**$ 3,152**	**$ 11,495**	**$ 2,848**	**$ 2,843**	**$ 5,691**
Adjusted non-GAAP Operating Income (Loss):								
Americas	$ 13,136	$ 12,185	$ 11,312	$ 10,730	$ 47,363	$ 9,935	$ 18,592	$ 28,527
EMEA	418	1,530	1,214	523	3,685	909	1,963	2,872
APAC	732	651	277	714	2,374	(443)	501	58
	$ 14,286	**$ 14,366**	**$ 12,803**	**$ 11,967**	**$ 53,422**	**$ 10,401**	**$ 21,056**	**$ 31,457**

3. Our services revenue consists of fees generated from professional services and customer support and software enhancements related to our software products as follows (in thousands):

	2010					2011		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Professional services	$ 33,960	$ 34,349	$ 33,349	$ 30,213	$ 131,871	$ 35,184	$ 42,150	$ 77,334
Customer support and software enhancements	19,501	20,431	20,137	21,810	81,879	20,894	21,624	42,518
Total services revenue	**$ 53,461**	**$ 54,780**	**$ 53,486**	**$ 52,023**	**$ 213,750**	**$ 56,078**	**$ 63,774**	**$ 119,852**

4. Hardware and other revenue includes the following items (in thousands):

	2010					2011		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Hardware revenue	$ 4,518	$ 5,053	$ 5,763	$ 4,612	$ 19,946	$ 5,504	$ 5,540	$ 11,044
Billed travel	1,763	2,323	2,673	2,212	8,971	2,366	2,741	5,107
Total hardware and other revenue	**$ 6,281**	**$ 7,376**	**$ 8,436**	**$ 6,824**	**$ 28,917**	**$ 7,870**	**$ 8,281**	**$ 16,151**

5. Impact of Currency Fluctuation

The following table reflects the increases (decreases) in the results of operations for each period attributable to the change in foreign currency exchange rates from the prior period as well as foreign currency gains (losses) included in other income, net for each period (in thousands):

	2010					2011		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Revenue	$ 1,053	$ (72)	$ (548)	$ (217)	$ 216	$ 282	$ 1,743	$ 2,025
Costs and expenses	1,346	235	(262)	(26)	1,293	386	1,513	1,899

Operating income	(293)	(307)	(286)	(191)	(1,077)	(104)	230	126
Foreign currency gains (losses) in other income	(415)	187	(436)	—	(664)	(207)	77	(130)
	$ (708)	**$ (120)**	**$ (722)**	**$ (191)**	**$ (1,741)**	**$ (311)**	**$ 307**	**$ (4)**

Manhattan Associates has a large research and development center in Bangalore, India. The following table reflects the increases (decreases) in the financial results for each period attributable to changes in the Indian Rupee exchange rate (in thousands):

	2010					2011		
	1st Qtr	**2nd Qtr**	**3rd Qtr**	**4th Qtr**	**Full Year**	**1st Qtr**	**2nd Qtr**	**YTD**
Operating income	$ (395)	$ (340)	$ (180)	$ (181)	$ (1,096)	$ (53)	$ (82)	$ (135)
Foreign currency gains (losses) in other income	(289)	246	(302)	64	(281)	(112)	53	(59)
Total impact of changes in the Indian Rupee	**$ (684)**	**$ (94)**	**$ (482)**	**$ (117)**	**$ (1,377)**	**$ (165)**	**$ (29)**	**$ (194)**

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6. Other (expense) income includes the following components (in thousands):

	2010					2011		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Interest income	$ 80	$ 109	$ 252	$ 195	$ 636	$ 225	$ 269	$ 494
Foreign currency (losses) gains	(415)	187	(436)	—	(664)	(207)	77	(130)
Other non-operating (expense) income	(163)	8	(4)	44	(115)	—	(12)	(12)
Total other (expense) income	**$ (498)**	**$ 304**	**$ (188)**	**$ 239**	**$ (143)**	**$ 18**	**$ 334**	**$ 352**

7. Effective Tax Rate Reconciliation for GAAP and Adjusted Results (in thousands except tax rate and per share data):

	Three Months Ended June 30, 2011					Six Months Ended June 30, 2011				
	Income before income taxes	Income tax provision	Net income	Diluted EPS	Effective Tax Rate	Income before income taxes	Income tax provision	Net income	Diluted EPS	Effective Tax Rate
GAAP results before tax adjustments	$ 18,547	$ 6,214	$12,333	$ 0.57	33.5%	$ 26,118	$ 8,750	$17,368	$ 0.79	33.5%
Release of India valuation allowance (a)	—	—	—	—	—	—	(2,025)	2,025	0.09	—
Disqualifying dispositions of incentive stock options (b)	—	(6)	6	—	—	—	(112)	112	0.01	—
GAAP results-reported	**$ 18,547**	**$ 6,208**	**$12,339**	**$ 0.57**	**33.5%**	**$ 26,118**	**$ 6,613**	**$19,505**	**$ 0.89**	**25.3%**
Adjusted results before tax adjustments	$ 21,390	$ 7,167	$14,223	$ 0.65	33.5%	$ 31,809	$ 10,657	$21,152	$ 0.96	33.5%
Release of India valuation allowance (a)	—	—	—	—	—	—	(2,025)	2,025	0.09	—
Adjusted results-reported	**$ 21,390**	**$ 7,167**	**$14,223**	**$ 0.65**	**33.5%**	**$ 31,809**	**$ 8,632**	**$23,177**	**$ 1.06**	**27.1%**

(a) Our subsidiary in India had a tax holiday under Software Technology Park of India Plan through March 2011. Late in the first quarter of 2011, the tax authorities in India announced that the tax holiday would not be extended. This decision eliminated uncertainty as to our ability to realize a tax credit carry-forward and other deferred tax assets. Therefore, we released the corresponding valuation allowance of approximately $2.0 million.

(b) The adjustment represents a tax benefit from disqualifying dispositions of incentive stock options that were previously expensed.

8. Beginning in 2011, to be consistent with other companies in the software industry, we began to report adjusted results excluding all equity-based compensation. Historically, our adjusted results did not exclude restricted stock expense. See note 1 above for the other reconciling items between our GAAP and adjusted results. The impact of restricted stock expense on our GAAP and Adjusted Results is as follows (in thousands except per share amounts):

	2007					2008				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year
Cost of services	$ 38	$ 40	$ 42	$ 42	$ 162	$ 81	$ 79	$ 84	$ 81	$ 325
Sales and marketing	134	149	131	152	566	231	235	244	244	954
Research and development	57	60	65	63	245	117	117	120	120	474
General and administrative	220	206	322	204	952	377	424	432	420	1,653
Total restricted stock expense	$ 449	$ 455	$ 560	$ 461	$ 1,925	$ 806	$ 855	$ 880	$ 865	$ 3,406
Income tax provision	159	162	199	163	683	280	297	306	301	1,184
Net income	**$ 290**	**$ 293**	**$ 361**	**$ 298**	**$ 1,242**	**$ 526**	**$ 558**	**$ 574**	**$ 564**	**$ 2,222**
Diluted earnings per share	$ 0.01	$ 0.01	$ 0.01	$ 0.01	$ 0.05	$ 0.02	$ 0.02	$ 0.02	$ 0.02	$ 0.09

	2009					2010				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year
Cost of services	$ 98	$ 106	$ 108	$ 107	$ 419	$ 198	$ 240	$ 242	$ 236	$ 916
Sales and marketing	267	146	254	258	925	378	438	442	449	1,707
Research and development	134	42	125	125	426	206	250	262	269	987

General and administrative	420	395	438	446	1,699	625	673	821	899	3,018
Total restricted stock expense	$ 919	$ 689	$ 925	$ 936	$ 3,469	$ 1,407	$ 1,601	$ 1,767	$ 1,853	$ 6,628
Income tax provision	308	215	300	382	1,205	485	553	609	652	2,299
Net income	**$ 611**	**$ 474**	**$ 625**	**$ 554**	**$ 2,264**	**$ 922**	**$ 1,048**	**$ 1,158**	**$ 1,201**	**$ 4,329**
Diluted earnings per share	$ 0.03	$ 0.02	$ 0.03	$ 0.02	$ 0.10	$ 0.04	$ 0.05	$ 0.05	$ 0.05	$ 0.19

9. Total equity-based compensation is as follows (in thousands except per share amounts):

	2010					2011		
	1st Qtr	**2nd Qtr**	**3rd Qtr**	**4th Qtr**	**Full Year**	**1st Qtr**	**2nd Qtr**	**YTD**
Stock options	$ 1,178	$ 901	$ 853	$ 860	$ 3,792	$ 512	$ 487	$ 999
Restricted stock	1,407	1,601	1,767	1,853	6,628	1,897	1,918	3,815
Total equity-based compensation	2,585	2,502	2,620	2,713	10,420	2,409	2,405	4,814
Income tax provision	892	863	904	955	3,614	807	806	1,613
Net income	**$ 1,693**	**$ 1,639**	**$ 1,716**	**$ 1,758**	**$ 6,806**	**$ 1,602**	**$ 1,599**	**$ 3,201**
Diluted earnings per share	$ 0.08	$ 0.07	$ 0.08	$ 0.08	$ 0.30	$ 0.07	$ 0.07	$ 0.15
Diluted earnings per share — stock options	$ 0.03	$ 0.03	$ 0.03	$ 0.02	$ 0.11	$ 0.02	$ 0.01	$ 0.03
Diluted earnings per share — restricted stock	$ 0.04	$ 0.05	$ 0.05	$ 0.05	$ 0.19	$ 0.06	$ 0.06	$ 0.12

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10. Capital expenditures are as follows (in thousands):

	2010					2011		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Capital expenditures	$ 1,177	$ 1,529	$ 1,625	$ 1,541	$ 5,872	$ 1,338	$ 658	$ 1,996

11. Stock Repurchase Activity (in thousands):

	2010					2011		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Shares purchased under publicly-announced buy-back program	595	869	573	680	2,717	826	1,079	1,905
Shares withheld for taxes due upon vesting of restricted stock	39	3	3	4	49	65	4	69
Total shares purchased	634	872	576	684	2,766	891	1,083	1,974
Total cash paid for shares purchased under publicly-announced buy-back program	$ 15,000	$ 25,000	$ 15,446	$ 21,023	$ 76,469	$ 25,621	$ 38,286	$ 63,907
Total cash paid for shares withheld for taxes due upon vesting of restricted stock	938	84	94	119	1,235	1,960	129	2,089
Total cash paid for shares repurchased	$ 15,938	$ 25,084	$ 15,540	$ 21,142	$ 77,704	$ 27,581	$ 38,415	$ 65,996