UNITED STATES
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 Report (Date of earliest event reported): July 19, 2012

MANHATTAN ASSOCIATES, INC.
(Exact Name of Registrant as Specified in Its Charter)

Georgia	**0-23999**	**58-2373424**
(State or Other Jurisdiction of Incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

2300 Windy Ridge Parkway, Suite 1000, Atlanta, Georgia 30339
(Address of Principal Executive Offices) (Zip Code)

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

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 24, 2012, 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, 2012. 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 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.

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 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.

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.

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 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 19, 2012, the Board of Directors of Manhattan Associates, Inc. (the "Company") elected the Company's Executive Vice President and Chief Operating Officer, Mr. Eddie Capel, to succeed Mr. Peter F. Sinisgalli as the Company's Chief Executive Officer, effective January 1, 2013. Effective July 24, 2012, Mr. Capel has been appointed President and Chief Operating Officer of the Company and to the Board as a Class I Director.

Mr. Capel, age 51, has served as Executive Vice President and Chief Operating Officer since January 12, 2011. In that capacity, Mr. Capel has been responsible for the Company's worldwide strategic direction and quality execution across solution strategy, research and development, product management, and professional services and customer support, and has led the Company's Europe, Middle East and Africa and Asia-Pacific regional operations. Previously, Mr. Capel served as the Company's Executive Vice President – Global Operations, from January 2009 to January 2011. From January 2008 through January 2009, Mr. Capel served as Executive Vice President – Global Product Management and Customer Services. From January 2005 to January 2007, Mr. Capel served as Senior Vice President – Global Product Management and Global Customer Services, and from January 2004 through January 2005 as Senior Vice President – Product Management. Prior to January 2004, he held various other positions with the Company. Prior to joining Manhattan Associates in June 2000, Mr. Capel held various positions at Real Time Solutions (RTS), including chief operations officer and vice president, operations. He also served as director, operations, with Unarco Automation, an Industrial Automation/Robotics systems integrator. Prior to joining Unarco, Mr. Capel worked as a project manager and system designer for ABB Robotics in the United Kingdom.

Item 7.01. Regulation FD Disclosure.

A copy of the Company's press release announcing Mr. Capel's succession is furnished herewith as Exhibit 99.2.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release Regarding Second Quarter Earnings, dated July 24, 2012
99.2	Press Release Regarding CEO Succession, dated July 24, 2012

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 24, 2012

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release Regarding Second Quarter Earnings, dated July 24, 2012
99.2	Press Release Regarding CEO Succession, dated July 24, 2012

Exhibit 99.1

For Immediate Release

Contact:	Dennis Story Chief Financial Officer Manhattan Associates, Inc. 678-597-7115 dstory@manh.com	Will Haraway Director, North America Public Relations Manhattan Associates, Inc. 678-597-7466 wharaway@manh.com

Manhattan Associates Reports Record Second Quarter Revenue and Earnings

Company raises full-year EPS guidance

Board of Directors announces CEO succession plan

ATLANTA – July 24, 2012 – Leading supply chain optimization provider Manhattan Associates, Inc. (NASDAQ: MANH) today reported record second quarter 2012 non-GAAP adjusted diluted earnings per share of $0.76 compared to $0.65 in the second quarter 2011, on license revenue of $15.3 million and record total revenue of $93.6 million. GAAP diluted earnings per share was a record $0.70 compared to $0.57 in the prior year second quarter.

Manhattan Associates CEO Pete Sinisgalli commented, “We posted another strong quarter of financial results and operating metrics and are optimistic about our outlook for the balance of 2012 and beyond.”

In a separate release today, the Board of Directors of Manhattan Associates announced plans for Eddie Capel to succeed Pete Sinisgalli as CEO effective January 1, 2013.

SECOND QUARTER 2012 FINANCIAL SUMMARY:

- Adjusted diluted earnings per share, a non-GAAP measure, was $0.76 in the second quarter of 2012, compared to $0.65 in the second quarter of 2011.
- GAAP diluted earnings per share was $0.70 in the second quarter of 2012, compared to $0.57 in the second quarter of 2011.
- Consolidated total revenue was $93.6 million in the second quarter of 2012, compared to $88.4 million in the second quarter of 2011. License revenue was $15.3 million in the second quarter of 2012, compared to $16.3 million in the second quarter of 2011.
- Adjusted operating income, a non-GAAP measure, was $23.3 million in the second quarter of 2012, compared to $21.1 million in the second quarter of 2011.

- GAAP operating income was $21.3 million in the second quarter of 2012, compared to $18.2 million in the second quarter of 2011.
- Cash flow from operations was $20.9 million in the second quarter of 2012, compared to $16.0 million in the second quarter of 2011. Days Sales Outstanding was 63 days at June 30, 2012, compared to 57 days at March 31, 2012.
- Cash and investments on-hand was $100.9 million at June 30, 2012, compared to $97.5 million at March 31, 2012.
- For the three months ended June 30, 2012, the Company repurchased 346,516 shares of Manhattan Associates common stock under the share repurchase program authorized by the Board of Directors, for a total purchase price of $16.6 million. In July 2012, the Board of Directors approved raising the Company's remaining share repurchase authority to an aggregate of $50.0 million of the Company's outstanding common stock.

SIX MONTH 2012 FINANCIAL SUMMARY:

- Adjusted diluted earnings per share, a non-GAAP measure, was a record $1.36 for the six months ended June 30, 2012, compared to $1.06 for the six months ended June 30, 2011.
- GAAP diluted earnings per share for the six months ended June 30, 2012 was a record $1.25, compared to $0.89 for the six months ended June 30, 2011.
- Consolidated total revenue for the six months ended June 30, 2012 was a record $185.0 million, compared to $160.1 million for the six months ended June 30, 2011. License revenue was $30.9 million for the six months ended June 30, 2012, compared to $24.1 million for the six months ended June 30, 2011.
- Adjusted operating income, a non-GAAP measure, was $42.9 million for the six months ended June 30, 2012, compared to $31.5 million for the six months ended June 30, 2011.
- GAAP operating income was $39.3 million for the six months ended June 30, 2012, compared to $25.8 million for the six months ended June 30, 2011.
- For the six months ended June 30, 2012, the Company repurchased 999,273 common shares under the share repurchase program authorized by the Board of Directors, for a total investment of $47.3 million.

SECOND QUARTER 2012 SALES ACHIEVEMENTS:

- Closing two contracts of $1.0 million or more in recognized license revenue during the second quarter of 2012.
- Completing software license wins with new customers such as: Casino Group, Finish Line, Giant Tiger Stores, Gildan Activewear, John Christner Trucking, May Trucking, Pierre Fabre, Pride Transport, Primark Stores and Tango Transport.
- Expanding relationships with existing customers such as: CEVA Logistics U.S., Comercializadora Farmaceutica del Sureste, Exel, Foot Locker Corporate Services, HVHC, Itochu Logistics, Jack Link's Beef Jerky, Langham Logistics, Leroy Merlin France, New Balance Athletic Shoes, Petra Trading & Investment Company, Reser's Fine Foods, SamsonOpt, Sara Lee Corporation, Shurtech Brands, Southern Wine & Spirits of America, Stella & Dot, Strategic Partners, Tandy Brands Accessories, Walgreen National and Wirtz Corporation.

2012 GUIDANCE

Manhattan Associates provides the following revenue and diluted earnings per share guidance for the full year 2012:

($'s in millions, except EPS)	Guidance Range - 2012 Full year: $ Range		% Growth range	
Total revenue - current guidance	**$ 365**	**$ 375**	**11%**	**14%**
Diluted earnings per share (EPS):				
Adjusted EPS(1) - current guidance	**$ 2.65**	**$2.75**	**14%**	**19%**
GAAP EPS - current guidance	**$ 2.37**	**$2.47**	**13%**	**18%**
Adjusted EPS(1) - previous guidance	$2.55	$2.60	10%	12%
GAAP EPS - previous guidance	$ 2.27	$ 2.32	9%	11%

(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

Manhattan Associates will make its earnings release and published expectations available on its website (www.manh.com). Beginning September 15, 2012, 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 2012 Guidance section as 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 publication of Manhattan Associates’ next quarterly earnings release, currently scheduled for the third full week of October 2012.

CONFERENCE CALL

The Company’s conference call regarding its second quarter financial results will be held at 4:30 p.m. Eastern Time on Tuesday, July 24, 2012. 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 +1.855.859.2056 in the U.S. and Canada, or +1.404.537.3406 outside the U.S., and entering the conference identification number 91631126 or via the web at www.manh.com. The phone replay will be available for two weeks after the call, and the Internet webcast will be available until Manhattan Associates’ third quarter 2012 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 to – 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. 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 the Company’s Form 8-K earnings release filing for the quarter ended June 30, 2012.

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 and equity-based compensation – all net of income tax effects and unusual tax adjustments. 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 22-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 include the information set forth under "2012 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 the additional risk factors set forth in Item 1A of the Company's Annual Report on Form 10-K for the year ended December 31, 2011. 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 INCOME
(in thousands, except per share amounts)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2012	2011	2012	2011
	(unaudited)			
Revenue:				
Software license	**$ 15,345**	$ 16,347	**$ 30,932**	$ 24,109
Services	**69,322**	63,774	**139,692**	119,852
Hardware and other	**8,900**	8,281	**14,424**	16,151
Total revenue	**93,567**	88,402	**185,048**	160,112
Costs and expenses:				
Cost of license	**1,488**	1,824	**3,265**	3,063
Cost of services	**30,322**	27,462	**62,032**	52,420
Cost of hardware and other	**7,540**	6,457	**11,988**	12,757
Research and development	**10,802**	10,676	**22,353**	21,059
Sales and marketing	**11,415**	12,309	**23,818**	22,909
General and administrative	**9,240**	9,238	**19,548**	17,914
Depreciation and amortization	**1,418**	2,223	**2,762**	4,224
Total costs and expenses	**72,225**	70,189	**145,766**	134,346
Operating income	**21,342**	18,213	**39,282**	25,766
Other income, net	**802**	334	**678**	352
Income before income taxes	**22,144**	18,547	**39,960**	26,118
Income tax provision	**7,972**	6,208	**14,386**	6,613
Net income	**$ 14,172**	$ 12,339	**$ 25,574**	$ 19,505
Basic earnings per share	**$ 0.72**	$ 0.60	**$ 1.29**	$ 0.93
Diluted earnings per share	**$ 0.70**	$ 0.57	**$ 1.25**	$ 0.89
Weighted average number of shares:				
Basic	**19,765**	20,696	**19,834**	20,861
Diluted	**20,351**	21,775	**20,494**	21,926

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,	
	2012	2011	**2012**	2011
GAAP Operating income	**$ 21,342**	$ 18,213	**$39,282**	$25,766
Equity-based compensation (a)	**1,977**	2,405	**3,637**	4,814
Purchase amortization (b)	**1**	438	**3**	877
Adjusted operating income (Non-GAAP)	**$ 23,320**	$ 21,056	**$42,922**	$ 31,457
GAAP Income tax provision	**$ 7,972**	$ 6,208	**$14,386**	$ 6,613
Equity-based compensation (a)	**711**	806	**1,309**	1,613
Purchase amortization (b)	**—**	147	**1**	294
Unusual tax adjustments (c)	**—**	6	**—**	112
Adjusted income tax provision (Non-GAAP)	**$ 8,683**	$ 7,167	**$ 15,696**	$ 8,632
GAAP Net income	**$ 14,172**	$ 12,339	**$25,574**	$ 19,505
Equity-based compensation (a)	**1,266**	1,599	**2,328**	3,201
Purchase amortization (b)	**1**	291	**2**	583
Unusual tax adjustments (c)	**—**	(6)	**—**	(112)
Adjusted net income (Non-GAAP)	**$ 15,439**	$ 14,223	**$27,904**	$ 23,177
GAAP Diluted EPS	**$ 0.70**	$ 0.57	**$ 1.25**	$ 0.89
Equity-based compensation (a)	**0.06**	0.07	**0.11**	0.15
Purchase amortization (b)	**—**	0.01	**—**	0.03
Unusual tax adjustments (c)	**—**	—	**—**	(0.01)
Adjusted diluted EPS (Non-GAAP)	**$ 0.76**	$ 0.65	**$ 1.36**	$ 1.06
Fully diluted shares	**20,351**	21,775	**20,494**	21,926

(a) To be consistent with other companies in the software industry, we 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, 2012 and 2011:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2012	2011	**2012**	2011
Cost of services	**$ 309**	$ 356	**$ 185**	$ 703
Research and development	**416**	386	**699**	758
Sales and marketing	**517**	562	**1,150**	1,148
General and administrative	**735**	1,101	**1,603**	2,205
Total equity-based compensation	**$ 1,977**	$ 2,405	**$ 3,637**	$ 4,814

(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) For the three and six months ended June 30, 2011, the 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, 2012 (unaudited)	December 31, 2011
ASSETS		
Current Assets:		
Cash and cash equivalents	**$ 95,092**	$ 92,180
Short term investments	**5,798**	6,079
Accounts receivable, net of allowance of $6,646 and $4,816 in 2012 and 2011, respectively	**64,439**	56,264
Deferred income taxes	**7,530**	7,599
Income taxes receivable	**—**	4,859
Prepaid expenses and other current assets	**7,553**	7,533
Total current assets	**180,412**	174,514
Property and equipment, net	**13,769**	13,321
Long-term investments	**—**	855
Goodwill, net	**62,256**	62,261
Deferred income taxes	**3,207**	5,696
Other assets	**2,254**	2,953
Total assets	**$ 261,898**	$ 259,600
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	**$ 8,087**	$ 8,090
Accrued compensation and benefits	**13,532**	16,503
Accrued and other liabilities	**13,154**	13,648
Deferred revenue	**52,700**	49,882
Income tax payable	**2,233**	—
Total current liabilities	**89,706**	88,123
Other non-current liabilities	**8,863**	9,397
Shareholders' equity:		
Preferred stock, no par value; 20,000,000 shares authorized, no shares issued or outstanding in 2012 or 2011	**—**	—
Common stock, $.01 par value; 100,000,000 shares authorized; 20,022,531 and 20,415,946 shares issued and outstanding at June 30, 2012 and December 31, 2011, respectively	**200**	204
Additional paid-in capital	**—**	—
Retained earnings	**168,884**	166,989
Accumulated other comprehensive loss	**(5,755)**	(5,113)
Total shareholders' equity	**163,329**	162,080
Total liabilities and shareholders' equity	**$ 261,898**	$ 259,600

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

	Six Months Ended June 30, 2012	Six Months Ended June 30, 2011
	(unaudited)	
Operating activities:		
Net income	**$ 25,574**	$ 19,505
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	**2,762**	4,224
Equity-based compensation	**3,637**	4,814
(Gain) loss on disposal of equipment	**(3)**	12
Tax benefit of stock awards exercised/vested	**4,981**	2,885
Excess tax benefits from equity-based compensation	**(4,062)**	(1,198)
Deferred income taxes	**2,461**	(633)
Unrealized foreign currency loss	**173**	(57)
Changes in operating assets and liabilities:		
Accounts receivable, net	**(8,206)**	(5,198)
Other assets	**650**	(623)
Accounts payable, accrued and other liabilities	**(4,056)**	(5,347)
Income taxes	**7,163**	855
Deferred revenue	**2,876**	4,886
Net cash provided by operating activities	**33,950**	24,125
Investing activities:		
Purchase of property and equipment	**(3,250)**	(1,996)
Net maturities (purchases) of investments	**1,223**	(723)
Net cash used in investing activities	**(2,027)**	(2,719)
Financing activities:		
Purchase of common stock	**(50,235)**	(65,996)
Proceeds from issuance of common stock from options exercised	**17,933**	25,517
Excess tax benefits from equity-based compensation	**4,062**	1,198
Net cash used in financing activities	**(28,240)**	(39,281)
Foreign currency impact on cash	**(771)**	531
Net change in cash and cash equivalents	**2,912**	(17,344)
Cash and cash equivalents at beginning of period	**92,180**	120,744
Cash and cash equivalents at end of period	**$ 95,092**	$ 103,400

MANHATTAN ASSOCIATES, INC.
SUPPLEMENTAL INFORMATION

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

	2011					2012		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
GAAP Diluted EPS	**$ 0.32**	**$ 0.57**	**$ 0.70**	**$ 0.50**	**$ 2.09**	**$ 0.55**	**$ 0.70**	**$ 1.25**
Adjustments to GAAP:								
Equity-based compensation	0.07	0.07	0.08	0.09	0.32	0.05	0.06	0.11
Purchase amortization	0.01	0.01	0.01	—	0.04	—	—	—
Recovery of previously impaired investment	—	—	(0.12)	—	(0.12)	—	—	—
Unusual tax adjustments	—	—	(0.01)	—	(0.01)	—	—	—
Adjusted Diluted EPS	**$ 0.41**	**$ 0.65**	**$ 0.67**	**$ 0.60**	**$ 2.32**	**$ 0.60**	**$ 0.76**	**$ 1.36**

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

	2011					2012		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Revenue:								
Americas	$60,185	$ 72,634	$ 70,663	$ 69,377	$272,859	$73,195	$ 77,094	$150,289
EMEA	8,336	11,075	10,041	8,843	38,295	12,407	12,334	24,741
APAC	3,189	4,693	4,898	5,319	18,099	5,879	4,139	10,018
	$ 71,710	**$ 88,402**	**$ 85,602**	**$ 83,539**	**$ 329,253**	**$ 91,481**	**$ 93,567**	**$ 185,048**
GAAP Operating Income (Loss):								
Americas	$ 7,087	$ 15,749	$ 17,183	$ 13,531	$ 53,550	$13,685	$ 18,130	$ 31,815
EMEA	909	1,963	1,334	1,033	5,239	2,580	2,944	5,524
APAC	(443)	501	877	1,639	2,574	1,675	268	1,943
	$ 7,553	**$ 18,213**	**$ 19,394**	**$ 16,203**	**$ 61,363**	**$ 17,940**	**$ 21,342**	**$ 39,282**
Adjustments (pre-tax):								
Americas:								
Equity-based compensation	$ 2,409	$ 2,405	$ 2,503	$ 3,055	$ 10,372	$ 1,660	$ 1,977	$ 3,637
Purchase amortization	439	438	293	2	1,172	2	1	3
Recovery of previously impaired investment	—	—	(2,519)	—	(2,519)	—	—	—
	$ 2,848	**$ 2,843**	**$ 277**	**$ 3,057**	**$ 9,025**	**$ 1,662**	**$ 1,978**	**$ 3,640**
Adjusted non-GAAP Operating Income (Loss):								
Americas	$ 9,935	$18,592	$ 17,460	$16,588	$ 62,575	$ 15,347	$ 20,108	$ 35,455
EMEA	909	1,963	1,334	1,033	5,239	2,580	2,944	5,524
APAC	(443)	501	877	1,639	2,574	1,675	268	1,943
	$ 10,401	**$ 21,056**	**$ 19,671**	**$ 19,260**	**$ 70,388**	**$ 19,602**	**$ 23,320**	**$ 42,922**

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):

	2011					2012		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Professional services	$ 35,184	$ 42,150	$ 41,403	$ 38,057	$156,794	$46,621	$45,497	$ 92,118
Customer support and software enhancements	20,894	21,624	22,191	22,555	87,264	23,749	23,825	47,574
Total services revenue	**$ 56,078**	**$ 63,774**	**$ 63,594**	**$ 60,612**	**$ 244,058**	**$ 70,370**	**$ 69,322**	**$ 139,692**

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

	2011					2012		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Hardware revenue	$ 5,504	$ 5,540	$ 5,597	$ 3,895	$ 20,536	$ 3,054	$ 5,740	$ 8,794
Billed travel	2,366	2,741	2,846	2,465	10,418	2,470	3,160	5,630
Total hardware and other revenue	**$ 7,870**	**$ 8,281**	**$ 8,443**	**$ 6,360**	**$ 30,954**	**$ 5,524**	**$ 8,900**	**$ 14,424**

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):

	2011					2012		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Revenue	$ 282	$ 1,743	$ 1,140	$ 110	$ 3,275	$ (136)	$ (1,251)	$ (1,387)

Costs and expenses	386	1,513	1,038	(668)	2,269	(848)	(2,067)	(2,915)
Operating income	(104)	230	102	778	1,006	712	816	1,528
Foreign currency gains (losses) in other income	(207)	77	575	367	812	(370)	571	201
	$ (311)	**$ 307**	**$ 677**	**$ 1,145**	**$ 1,818**	**$ 342**	**$ 1,387**	**$ 1,729**

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):

	2011					2012		
	1st Qtr	**2nd Qtr**	**3rd Qtr**	**4th Qtr**	**Full Year**	**1st Qtr**	**2nd Qtr**	**YTD**
Operating income	$ (53)	$ (82)	$ (76)	$ 727	$ 516	$ 704	$ 1,193	$ 1,897
Foreign currency gains (losses) in other income	(112)	53	653	638	1,232	(144)	724	580
Total impact of changes in the Indian Rupee	**$ (165)**	**$ (29)**	**$ 577**	**$ 1,365**	**$ 1,748**	**$ 560**	**$ 1,917**	**$ 2,477**

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

	2011					2012		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Interest income	$ 225	$ 269	$ 298	$ 280	$ 1,072	$ 264	$ 228	$ 492
Foreign currency (losses) gains	(207)	77	575	367	812	(370)	571	201
Other non-operating (expense) income	—	(12)	(11)	3	(20)	(18)	3	(15)
Total other (expense) income	**$ 18**	**$ 334**	**$ 862**	**$ 650**	**$ 1,864**	**$ (124)**	**$ 802**	**$ 678**

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

	2011					2012		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Stock options	$ 512	$ 487	$ 486	$ 518	$ 2,003	$ 120	$ 140	$ 260
Restricted stock	1,897	1,918	2,017	2,537	8,369	1,540	1,837	3,377
Total equity-based compensation	2,409	2,405	2,503	3,055	10,372	1,660	1,977	3,637
Income tax provision	807	806	838	1,075	3,526	598	711	1,309
Net income	**$ 1,602**	**$ 1,599**	**$ 1,665**	**$ 1,980**	**$ 6,846**	**$ 1,062**	**$ 1,266**	**$ 2,328**
Diluted earnings per share	$ 0.07	$ 0.07	$ 0.08	$ 0.09	$ 0.32	$ 0.05	$ 0.06	$ 0.11
Diluted earnings per share - stock options	$ 0.02	$ 0.01	$ 0.02	$ 0.02	$ 0.06	$ 0.00	$ —	$ 0.01
Diluted earnings per share - restricted stock	$ 0.06	$ 0.06	$ 0.06	$ 0.08	$ 0.26	$ 0.05	$ 0.06	$ 0.10

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

	2011					2012		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Capital expenditures	$ 1,338	$ 658	$ 1,676	$ 1,402	$ 5,074	$ 1,796	$ 1,454	$ 3,250

9. Stock Repurchase Activity (in thousands):

	2011					2012		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	YTD
Shares purchased under publicly-announced buy-back program	826	1,079	845	857	3,607	653	346	999
Shares withheld for taxes due upon vesting of restricted stock	65	4	4	5	78	66	3	69
Total shares purchased	891	1,083	849	862	3,685	719	349	1,068
Total cash paid for shares purchased under publicly-announced buy-back program	$25,621	$38,286	$ 29,414	$ 37,390	$130,711	$30,647	$16,616	$47,263
Total cash paid for shares withheld for taxes due upon vesting of restricted stock	1,960	129	159	185	2,433	2,840	132	2,972
Total cash paid for shares repurchased	$27,581	$38,415	$29,573	$37,575	$ 133,144	$33,487	$ 16,748	$50,235

For Immediate Release

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Manhattan Associates Announces CEO Succession Plan

— Eddie Capel to become chief executive officer in 2013 —

ATLANTA — July 24, 2012 — The Board of Directors of Manhattan Associates, Inc. (NASDAQ: MANH) today announced plans for Eddie Capel to succeed Pete Sinisgalli as Manhattan's chief executive officer effective January 1, 2013. Mr. Sinisgalli will continue to serve on the Manhattan Associates Board of Directors.

Pete Sinisgalli joined Manhattan Associates in February 2004 as president and chief operating officer and assumed the CEO position in July 2004. Mr. Capel joined Manhattan Associates in June 2000 and has deep experience in all areas of the Company's business. To help him prepare for the CEO role, he was appointed to the chief operating officer position in January 2011. Effective today he is promoted to president and chief operating officer and appointed to the Manhattan Associates Board of Directors. He and Pete Sinisgalli will work together over the balance of 2012 to ensure a smooth transition of responsibilities.

John Huntz, Chairman of the Board of Manhattan Associates, commented, "During his tenure as CEO, Pete Sinisgalli has been an outstanding leader for our company. The Board thanks Pete for his many important contributions to our success. Over the past few years, our Board has worked closely with Pete to develop a succession plan for the CEO position. Eddie Capel has proven to be a highly qualified, experienced leader, and we have great confidence he will continue to drive Manhattan Associates' market leadership and financial success."

Pete Sinisgalli stated, "This is an ideal time for a CEO transition. The Company is in very good shape strategically, competitively, operationally and financially. The management team at Manhattan is second to none and is ready to capitalize on the many market opportunities ahead. I have great confidence in Eddie and his ability to lead Manhattan to the next level of success. He is surrounded by a very strong group of talented people at all levels of the organization."

Eddie Capel commented, "I look forward to working closely with Pete to finish out 2012 in strong fashion, and I'm excited about leading Manhattan Associates in 2013 and into the future."

About Manhattan Associates, Inc.

Manhattan Associates continues to deliver on its 22-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.

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