

In selected tables in its press release, the Company has presented income from operations before restructuring that excludes the impact of restructuring charges reflected in the Company's results for the quarters and years ended December 31, 2003 and 2002. This non-GAAP financial measure does not replace the presentation of the Company's GAAP financial results. The Company has provided this supplemental non-GAAP information because it provides meaningful information regarding the Company's results on a consistent and comparable basis for the periods presented. The Company believes investors utilize this information to evaluate period-to-period results and to understand potential future operating results. The Company encourages investors and other users of these financial statements to review its financial statements and other publicly-filed reports in their entirety and not to rely on any single financial measure. A reconciliation of reported income from operations before restructuring to income from operations is included in the Company's press release attached hereto as Exhibit 99.1.

SIGNATURES

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

INTERGRAPH CORPORATION

By: /s/ Larry J. Laster

Name: Larry J. Laster
Title: Executive Vice President
and Chief Financial Officer

Date: January 29, 2004

EXHIBITS

99.1 Press Release dated January 28, 2004

