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INTERGRAPH CORP
Form 8-K/A
April 30, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K/A

CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 30, 2002
(April 4, 2002)

INTERGRAPH CORPORATION

(Exact name of registrant as specified in its charter)

| | | |
|--|--------------------------------------|---|
| Delaware | 0-9722 | 63-0573222 |
| ----- (State or other jurisdiction of incorporation) | ----- (Commission File Number) | ----- (I.R.S. Employer Identificat ion No.) |
| Intergraph Corporation One Madison Industrial Park IW2000 Huntsville, Alabama | | 35894-0001 |
| ----- (Address of principal executive offices) | | ----- (Zip Code) |

Registrant's telephone number, including area code:
(256) 730-2000

(Former name or former address, if changed since last report)

Item 5. Other Events

On April 4, 2002, Intergraph Corporation (the "Company") entered into a Settlement, Sale of Technology, and License Agreement (the "Settlement Agreement") with Intel Corporation ("Intel") which, among other things, settles litigation pending between the two companies in the U.S. District Court in Birmingham, Alabama. Under the terms of the Settlement

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Agreement, Intel will pay \$300 million to the Company. The Settlement Agreement also establishes a range of liquidated damages for litigation pending between the two companies in Texas. Pursuant to the Settlement Agreement, the Company has also transferred certain patents to and entered into a cross license arrangement with Intel.

The foregoing description of the Settlement Agreement does not purport to be complete and is qualified in its entirety by reference to the Settlement Agreement attached hereto as Exhibit 10.1 and incorporated herein by reference. This filing amends the Current Report on Form 8-K filed April 29, 2002, to include Exhibit A to the attached Settlement Agreement.

Item 7. Financial Statements and Exhibits

(c) Exhibits

10.1 (1) Settlement, Sale of Technology, and License Agreement between, inter alia, Intergraph Corporation and Intel Corporation.

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

Date: April 30, 2002

By: /s/ Larry J. Laster

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

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|--|
| ----- | ----- |
| 10.1 (1) | Settlement, Sale of Technology, and License Agreement between, inter alia, Intergraph Corporation and Intel Corporation. |

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(1) Certain information has been omitted and filed separately with the Securities Exchange Commission. Confidential treatment has been requested with respect to the omitted portions.