

Edgar Filing: INTERGRAPH CORP - Form 8-K

INTERGRAPH CORP
Form 8-K
April 08, 2002

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): April 8, 2002

Intergraph Corporation

(Exact Name of Registrant as Specified in Charter)

Delaware

0-9722

63-0573222

(State or Other
Jurisdiction of
Incorporation)

(Commission File
Number)

(I.R.S. Number
Identification 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 1, 2002, the Board of Directors of Intergraph Corporation (the "Company") amended and restated the Company's bylaws (the "Amended Bylaws"). The Amended Bylaws are attached hereto as Exhibit 3.1.

The Board of Directors also adopted a form of Indemnification Agreement, to be entered into between the Company and each of its executive officers and members of the Board of Directors, that supersedes the existing form of Indemnification

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Agreement dated June 3, 1997.

Item 7. Financial Statements, Pro Forma Financial Information

and Exhibits

(c) Exhibits:

- 3.1 Amended and Restated Bylaws, dated April 1, 2002.
- 10.1 Form of Indemnification Agreement to be entered into between Intergraph Corporation and each executive officer and member of the Board of Directors of the Company.

SIGNATURE

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, thereto duly authorized.

INTERGRAPH CORPORATION

By: /s/ Larry J. Laster

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

Date: April 8, 2002

Exhibit Index

| Exhibit No. ----- | Description ----- |
|----------------------|---|
| 3.1 | Amended and Restated Bylaws of Intergraph Corporation, dated April 1, 2002. |
| 10.1 | Form of Indemnification Agreement to be entered into between Intergraph Corporation and each executive officer and member of the Board of Directors of the Company. |