

INTERGRAPH CORP

Form 8-K

March 22, 2006

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): March 22, 2006 (March 21, 2006)

---

INTERGRAPH CORPORATION

---

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

---

N/A

---

(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 (*see* General Instruction A.2. below):

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 7.01. Regulation FD Disclosure.**

On March 21, 2006, Intergraph Corporation issued a press release regarding its decision to settle the market price adjustment provision for its Accelerated Stock Buyback (ASB) in cash, the text of which is set forth as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

Exhibits

99.1 Press Release dated March 21, 2006

**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 T.

Miles  
Name: Larry T. Miles  
Vice President and  
Corporate Controller

Title:

Date: March 22, 2006