UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

	Washington, D.C. 20549	
	Form 8-K	
	CURENT REPORT	
Pursuant to Sec	ction 13 or 15(d) of the Securities Exchang	ge Act of 1934
Date of F	Report (Date of earliest event reported): January 2	7, 2004
	i2 Technologies, Inc.	
	(Exact name of registrant as specified in its charter)	
Delaware (State or other jurisdiction	0-28030 (Commission File Number)	75-2294945 (I.R.S. Employer
of incorporation)		Identification No.)
One i2 Place		
11701 Luna Road		
Dallas, Texas		75234

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(Address of principal executive offices)

(Zip Code)

Registrant s telephone number, including area code: (469) 357-1000

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

- (c) Exhibits
 - 99.1 Press release
 - 99.2 Earnings script

ITEM 9 AND ITEM 12. REGULATION FD DISCLOSURE AND RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On January 27, 2004, i2 Technologies, Inc. (the Company) announced by press release (the Press Release) and earnings conference call the Company s 2003 annual and fourth quarter financial results. The information contained in the Press Release and the earnings script, which are attached as Exhibit 99.1 and Exhibit 99.2 respectively to this Current Report on Form 8-K, is incorporated by reference herein and is furnished pursuant to Item 9, Regulation FD Disclosure and Item 12, Results of Operations and Financial Condition.

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.

i2 TECHNOLOGIES, INC.

Dated: January 28, 2004

By: /s/ Katy Murray

Katy Murray
Executive Vice President and

Chief Financial Officer

INDEX TO EXHIBITS

Exhibit

Number	Description	
99.1	Press release	
99.2	Earnings script	