

PACER INTERNATIONAL INC  
Form 8-K  
May 11, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE**

**ACT OF 1934**

Date of Report (Date of earliest event reported) May 10, 2005

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**PACER INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

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Commission file number 000-49828

Tennessee  
(State or other jurisdiction

of incorporation)

62-0935669  
(I.R.S. employer

identification no.)

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2300 Clayton Road, Suite 1200

Concord, CA 94520

Telephone Number (877) 917-2237

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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:

- 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))
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**ITEM 2.02. Results of Operations and Financial Condition**

On May 10, 2005, Pacer International, Inc. issued a press release announcing its first quarter 2005 results. The press release is attached hereto as Exhibit 99.1.

The information set forth under Item 2.02. Results of Operations and Financial Condition, including the Exhibit attached hereto, is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing, except as otherwise expressly stated in such filing.

**ITEM 9.01. Financial Statements and Exhibits**

(c) Exhibits

99.1 Press Release of Pacer International, Inc. dated May 10, 2005



**INDEX TO EXHIBITS**

**EXHIBIT  
NUMBER**

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