

PACER INTERNATIONAL INC  
Form 8-K  
April 26, 2012

**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) April 26, 2012**

**PACER INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

Commission file number 000-49828

Tennessee  
(State or other jurisdiction)

62-0935669  
(I.R.S. employer)

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of incorporation)

6805 Perimeter Drive

identification no.)

Dublin, OH 43016

Telephone Number (614) 923-1400

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))

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

On April 26, 2012, Pacer International, Inc. issued a press release announcing its first quarter 2012 results. The press release is attached hereto as Exhibit 99.1.

The information set forth under this 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**

(d) Exhibits

99.1 Press Release of Pacer International, Inc. dated April 26, 2012 (furnished pursuant to Item 2.02).

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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.

PACER INTERNATIONAL, INC.

A Tennessee Corporation

Dated: April 26, 2012

By: /s/ John J. Hafferty  
Executive Vice President and Chief  
Financial Officer

**INDEX TO EXHIBITS**

**EXHIBIT  
NUMBER**

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