

Edgar Filing: FORWARD AIR CORP - Form 8-K

FORWARD AIR CORP  
Form 8-K  
February 13, 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): February 13, 2006

FORWARD AIR CORPORATION

-----  
(Exact name of registrant as specified in its charter)

|   |                          |   |
|---|--------------------------|---|
| Tennessee   | 000-22490                | 62-1120025                              |
| -----   | -----                    | -----                                   |
| (State or other jurisdiction<br>of incorporation) | (Commission File Number) | (I.R.S. Employer<br>Identification No.) |
| 430 Airport Road<br>Greeneville, Tennessee        |                          | 37745                                   |
| -----   |                          | -----                                   |
| (Address of principal executive offices)          |                          | (Zip Code)                              |

Registrant's telephone number, including area code: (423) 636-7000

Not Applicable

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(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:

- ☐ 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 and Item 8.01.

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### Results of Operations and Financial Condition and Other Events.

Attached as Exhibit 99.1 and incorporated herein by reference is a copy of a press release, dated February 13, 2006, announcing, among other things, the financial results of Forward Air Corporation (the "Company") for the quarter and year ended December 31, 2005.

The February 13, 2006 press release also announced that the Company's Board of Directors declared a quarterly cash dividend of \$0.07 per share of common stock, an increase from the quarterly rate of \$0.06 per share that had been followed since the first quarter of 2005. The Registrant's fifth cash dividend is payable to common stock shareholders of record at the close of business on March 17, 2006 and is expected to be paid on March 31, 2006.

### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibit is being furnished as part of this Report.

| Exhibit<br>Number | Description   |
|-------------------|---|
| 99.1              | Press Release of Forward Air Corporation dated February 13, 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.

FORWARD AIR CORPORATION

Date: February 13, 2006

By: /s/ Andrew C. Clarke

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Andrew C. Clarke  
Chief Financial Officer  
and Senior Vice President

### EXHIBIT INDEX

| No.  | Exhibit   |
|------|---|
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