

PACER INTERNATIONAL INC  
Form 8-K  
August 01, 2007

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**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): 07/31/2007**

**Pacer International, Inc.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 000-49828**

**Tennessee**  
(State or other jurisdiction of  
incorporation)

**62-0935669**  
(IRS Employer  
Identification No.)

**2300 Clayton Road, Suite 1200**  
Concord, CA 94520  
(Address of principal executive offices, including zip code)

**(877) 917-2237**  
(Registrant's telephone number, including area code)

(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))
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Information to be included in the report

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

(b) Effective as of the close of business on August 1, 2007, Bruce Spector, a partner of Apollo Management L.P., resigned from the board of directors of Pacer International, Inc. Apollo Management recently adopted a policy restricting its executives from serving on public company boards other than those of its portfolio companies. The resignation of Mr. Spector was due to this new Apollo policy, not any disagreement with Pacer. Mr. Spector had served on Pacer's board of directors since May 1999.

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**Signature(s)**

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.

Date: July 31, 2007

By: /s/ Lawrence C. Yarberry

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Lawrence C. Yarberry  
Executive Vice President and Chief Financial Officer