

USA TRUCK INC  
Form 8-K  
July 22, 2008

**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): July 16, 2008**

**USA TRUCK, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**0-19858**  
(Commission File Number)

**71-0556971**  
(I.R.S. Employer Identification No.)

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**3200 Industrial Park Road**

**Van Buren, Arkansas**

(Address of Principal Executive Offices)

**72956**

(Zip Code)

**(479) 471-2500**

(Registrant's telephone number, including area code)

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

On July 16, 2008, the Executive Compensation Committee of the Board of Directors of the Company, pursuant to the 2004 Equity Incentive Plan, granted thereunder awards totaling 200,000 restricted shares of the Company's Common Stock. The shares awarded to certain named executive officers of the Company are as set forth in the table below.

<b>Name and Title</b>	<b>Number of Shares Awarded</b>
Clifton R. Beckham <i>President and Chief Executive Officer</i>	29,952
Garry R. Lewis <i>Executive Vice President and Chief Operating Officer</i>	26,060
Michael E. Brown <i>Senior Vice President, Operations</i>	23,334
Michael R. Weindel, Jr.	21,880

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*Vice President, People*

Darron R. Ming

20,968

*Vice President, Finance, Chief Financial Officer  
and Treasurer*

The grants were made effective as of July 18, 2008 and were valued at \$12.13 per share, which was the closing price of the Company's Common Stock on that date. In addition to the shares awarded to the named executive officers, 77,806 shares were also awarded to additional officers of the Company on the same terms.

Each named executive officer's restricted shares of Common Stock will vest in varying amounts over the ten year period beginning April 1, 2011, subject to the Company's attainment of retained earnings growth. Management must attain an average five-year trailing retained earnings annual growth rate of 10.0% (before dividends) in order for the shares to qualify for full vesting (pro rata vesting will apply down to 50.0% at a 5.0% annual growth rate). Any shares that fail to vest as a result of the Company's failure to attain a performance goal will revert to the 2004 Equity Incentive Plan where they will remain available for grants under the terms of that plan until that plan expires in 2014.

**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.

**USA Truck, Inc.**

*(Registrant)*

Date: July 22, 2008

/s/ CLIFTON R. BECKHAM

**Clifton R. Beckham**

*President and Chief Executive Officer*

Date: July 22, 2008

/s/ DARRON R. MING

**Darron R. Ming**

*Vice President, Finance, Chief Financial Officer and Treasurer*

