

MARTEN TRANSPORT LTD  
Form 8-K  
December 23, 2004

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

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

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Date of Report (Date of earliest event reported):

**December 20, 2004**

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**MARTEN TRANSPORT, LTD.**

(Exact name of registrant as specified in its charter)

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

**0-15010**  
(Commission File Number)

**39-1140809**  
(I.R.S. Employer Identification Number)

**129 Marten Street Mondovi, Wisconsin**  
(Address of principal executive offices)

**54755**  
(Zip Code)

**(715) 926-4216**

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(Registrant's telephone number, including area code)

**Not applicable.**

(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 (see General Instruction A.2. below):

- 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 8.01. Other Events.**

On December 20, 2004, the United States Bankruptcy Court for the Eastern District of Texas approved a settlement agreement between Marten Transport, Ltd. and the trustee of the bankruptcy estate of Mitchell Ward Trucking, Inc., among others, under which the parties agreed to dismiss a lawsuit involving MW Logistics, LLC, or MWL. Marten owns a 45% equity interest in MWL, a third-party provider of logistics services to the transportation industry and a certified minority owned business. In settlement of this matter, MWL will make a one-time payment to the trustee of the bankruptcy estate of Mitchell Ward Trucking, Inc. in the amount of \$275,000. The settlement will have no material impact on Marten.

On December 23, 2004, Marten issued a press release announcing that it had settled this litigation with the trustee of the bankruptcy estate of Mitchell Ward Trucking, Inc. The press release is attached as Exhibit 99.1

**Item 9.01. Financial Statements and Exhibits.**

(a) Financial Statements of Businesses Acquired.

Not Applicable.

(b) Pro Forma Financial Information.

Not Applicable.

(c) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release dated December 23, 2004 (included herewith).

**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 thereunto duly authorized.

**MARTEN TRANSPORT, LTD.**

Dated: December 23, 2004

By /s/ Frank J. Foster  
Franklin J. Foster  
Its: Vice President of Finance

**MARTEN TRANSPORT, LTD.**

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**INDEX TO EXHIBITS**

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