

HEARTLAND EXPRESS INC  
Form 8-K  
March 02, 2015

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

Date of Report (Date of earliest event reported):  
March 2, 2015  
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HEARTLAND EXPRESS, INC.  
(Exact name of registrant as specified in its charter)

|   |  |  |
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| Nevada<br>(State of other Jurisdiction<br>of Incorporation) | 000-15087<br>(Commission<br>File Number) | 93-0926999<br>(IRS Employer<br>Identification No.) |
|---|--|--|

|   |                     |
|---|---------------------|
| 901 NORTH KANSAS AVE, NORTH LIBERTY, IA<br>(Address of Principal Executive Offices) | 52317<br>(Zip Code) |
|---|---------------------|

(319) 626-3600  
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))
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Item 7.01 Regulation FD Disclosure.

On March 2, 2015, Heartland Express, Inc., a Nevada corporation (the "Company") issued a press release announcing commencement of a public secondary offering of 3,250,000 shares of its common stock. A copy of the press release is attached to this report as Exhibit 99.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| EXHIBIT<br>NUMBER | EXHIBIT DESCRIPTION  |
|-------------------|--|
| 99                | Heartland Express, Inc. press release announcing commencement of public secondary offering |

The information contained in Items 7.01 and 9.01 of this report and the exhibit hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

The information in Items 7.01 and 9.01 of this report and the exhibit hereto may contain "forward-looking statements" within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act and such statements are subject to the safe harbor created by those sections and the Private Securities Litigation Reform Act of 1995, as amended. Such statements are made based on the current beliefs and expectations of the Company's management and are subject to significant risks and uncertainties. Actual results or events may differ from those anticipated by forward-looking statements. In Items 7.01 and 9.01 of this report and the exhibit hereto, the statements regarding the stock offering are forward-looking statements. Please refer to the italicized paragraph at the end of the attached press release and various disclosures by the Company in its press releases, stockholder reports, and filings with the Securities and Exchange Commission for information concerning risks, uncertainties, and other factors that may affect future results.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on behalf by the undersigned thereunto duly authorized.

HEARTLAND EXPRESS, INC.

Date: March 2, 2015

By: /s/ John P. Cosaert  
John P. Cosaert  
Executive Vice President - Finance,  
Chief Financial Officer and Treasurer

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EXHIBIT INDEX

EXHIBIT  
NUMBER

EXHIBIT DESCRIPTION

99 Heartland Express, Inc. press release announcing commencement of public secondary offering