

FreightCar America, Inc.
Form 8-K
March 22, 2012

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): March 21, 2012

FREIGHTCAR AMERICA, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

000-51237
(Commission
File Number)

25-1837219
(IRS Employer
Identification Number)

Edgar Filing: FreightCar America, Inc. - Form 8-K

Two North Riverside Plaza, Suite 1250

Chicago, Illinois
(Address of principal executive offices)
(800) 458-2235

60606
(Zip Code)

(Registrant's telephone number, including area code)

N/A

(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))

Section 3 - Securities and Trading Markets

Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On March 22, 2012, FreightCar America, Inc. (the Company) announced that, due to the delayed filing of its annual report on Form 10-K for the year ended December 31, 2011 (the Form 10-K), the Company has received, as expected, a notification letter from the Nasdaq Stock Market (Nasdaq) stating that the Company is no longer in compliance with Nasdaq Marketplace Rule 5250(c)(1), which requires timely filing of SEC periodic reports. The notification letter was received on March 21, 2012.

On March 16, 2012, the Company filed a Form 12b-25 with the SEC stating that it is experiencing a delay in its final review of the Company's financial statements for the year ended December 31, 2011 and related disclosures to be included in the Form 10-K. As a result of this delay, the Company was unable to file the Form 10-K with the SEC on or before March 15, 2012, the prescribed due date. The Company expects to file its Form 10-K as soon as practicable but is not yet able to determine whether it will be able to file the Form 10-K within the 15-day time period permitted by Rule 12b-25.

The Company has until May 21, 2012 to submit to Nasdaq a plan to regain compliance with the Nasdaq listing rules. The Company intends to submit a plan to regain compliance within this 60-day period. If Nasdaq accepts the Company's plan, the Company will have up to 180 calendar days from the filing's due date, or until September 11, 2012, to regain compliance.

A copy of the Company's press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Section 9 Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit 99.1 Press release of FreightCar America, Inc., dated March 22, 2012.

SIGNATURES

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

FreightCar America, Inc.

Date: March 22, 2012

By: /s/ Laurence M. Trusdell

Name: Laurence M. Trusdell

Title: General Counsel and Corporate Secretary

EXHIBIT INDEX

Exhibit Number	Description
Exhibit 99.1	Press release of FreightCar America, Inc., dated March 22, 2012.