

UNIVERSAL TECHNICAL INSTITUTE INC

Form 8-K

December 14, 2005

**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) December 8, 2005  
UNIVERSAL TECHNICAL INSTITUTE, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

**1-31923**

**86-0226984**

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

20410 North 19<sup>th</sup> Avenue, Suite 200, Phoenix, Arizona

85027

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:(623) 445-9500

None

(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))
  - o Pre-commencement  
communications  
pursuant to  
Rule 13e-4(c)  
under the Exchange  
Act (17 CFR  
240.13e-4(c))
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**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On December 8, 2005, Michael R. Eisenson advised the Board of Directors of Universal Technical Institute, Inc. (the Company) of his desire to resign from the Board effective upon the earlier of the identification of his successor by the Company's Nominating and Corporate Governance Committee or the date of the Company's next Annual Meeting of Shareholders, which is scheduled for February 28, 2006. Mr. Eisenson cited the strength of the Company's Board, and his commitments as a board member of a number of public and private corporations, as the primary reasons for his decision to resign from the Company's Board at this time.

**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.

UNIVERSAL TECHNICAL INSTITUTE,  
INC.

Date: December 14, 2005

By: /s/ Chad A. Freed  
Name: Chad A. Freed  
Title: Senior Vice President and General  
Counsel