

MARTEN TRANSPORT LTD  
Form 8-K  
May 10, 2006

**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):

**May 4, 2006**

---

**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)

Edgar Filing: MARTEN TRANSPORT LTD - Form 8-K

(715) 926-4216

(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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o 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))
-

**Item 1.01. Entry into a Material Definitive Agreement.**

On May 4, 2006, Marten Transport, Ltd. (the Company) Compensation Committee approved a 10% increase to the base salary, retroactive to April 1, 2006, for the Company's named executive officers (defined in Regulation S-K Item 402(a)(3)), except for James J. Hinnendael, the Company's Chief Financial Officer. Effective April 1, 2006, the named executive officers are scheduled to receive the following annual base salaries in their current positions:

Name and Current Position	Base Salary
Randolph L. Marten (Chairman, President and Chief Executive Officer)	\$ 440,000
James J. Hinnendael (Chief Financial Officer)	\$ 175,000
Robert G. Smith (Chief Operating Officer)	\$ 221,753
Timothy P. Nash (Executive Vice President of Sales and Marketing)	\$ 221,753
Donald J. Hinson (Vice President of Operations)	\$ 175,049

**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>
10.1	Named Executive Officers Compensation Summary

**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: May 10, 2006

By                    /s/ James J. Hinnendael  
                         James J. Hinnendael  
                         Its: Chief Financial Officer

**MARTEN TRANSPORT, LTD.**

**FORM 8-K**

**INDEX TO EXHIBITS**

<b>Exhibit No.</b>	<b>Description</b>
10.1	Named Executive Officers Compensation Summary.