

MARTEN TRANSPORT LTD
Form 8-K
May 07, 2007

**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 1, 2007

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

(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)

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- 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))
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Item 5.02. Compensatory Arrangements of Certain Officers.

On May 1, 2007, the company's Compensation Committee approved an approximately 8% increase to the base salary for the Company's named executive officers, retroactive to April 1, 2007. Effective April 1, 2007, 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) | \$ 475,000 |
| Robert G. Smith (Chief Operating Officer) | \$ 239,500 |
| Timothy P. Nash (Executive Vice President of Sales and Marketing) | \$ 239,500 |
| Donald J. Hinson (Vice President of Operations) | \$ 189,000 |
| James J. Hinnendael (Chief Financial Officer) | \$ 189,000 |

Item 9.01. Financial Statements and Exhibits.

(a) Financial Statements of Businesses Acquired.

Not Applicable.

(b) Pro Forma Financial Information.

Not Applicable.

(c) Exhibits.

| Exhibit No. | Description |
|--------------------|---|
| 10.1 | Named Executive Officers Compensation Summary |

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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 7, 2007

By

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

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INDEX TO EXHIBITS

| Exhibit No. | Description | | |
|-------------|--------------------------|----------------------|--|
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