

QUALITY DISTRIBUTION INC  
Form 8-K  
October 01, 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)**

**October 1, 2012 (September 27, 2012)**

**QUALITY DISTRIBUTION, INC.**

**(Exact name of registrant as specified in its charter)**

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(State or Other Jurisdiction  
of Incorporation)

(Commission  
File Number)  
4041 Park Oaks Boulevard, Suite 200

(I.R.S. Employer  
Identification No.)

Tampa, Florida 33610

(Address of principal executive  
offices including Zip Code)

(813) 630-5826

(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))

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

On September 27, 2012, Quality Distribution, Inc. (the Company) and its wholly owned subsidiary, Quality Distribution, LLC ( QD LLC ), increased their maximum borrowing capacity from \$250 million to \$350 million under the senior secured asset-based revolving credit facility (the ABL Facility) with Bank of America, N.A., as administrative agent and collateral agent, JPMorgan Chase Bank, N.A., as syndication agent, and the lenders party thereto from time to time. The increase was effectuated through an Amendment (the Amendment) to the Credit Agreement dated as of September 27, 2012 among the Company, QD LLC, the other loan parties party thereto, Bank of America, N.A., as administrative agent, and the lenders party thereto. This Amendment increases the maximum borrowing capacity, subject to certain conditions, through the ABL Facility's accordion feature, and adjusts the borrowing base and certain availability-based rights and obligations under the ABL Facility. The maturity, interest rate and other material terms and conditions of the ABL Facility remain the same.

The foregoing description of the Amendment does not purport to be complete and is qualified in its entirety by reference to the full text of the Amendment, a copy of which is filed herewith as Exhibit 10.1 and is incorporated in this Item 1.01 by reference.

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The information set forth under Item 1.01 above is incorporated by reference into this Item 2.03.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit Number</b>	<b>Description of Exhibits</b>
10.1	Amendment to Credit Agreement, dated as of September 27, 2012 by and among Quality Distribution, Inc., Quality Distribution, LLC, the other loan parties party thereto, Bank of America, N.A., as administrative agent and collateral agent, and the lenders party thereto

**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.

**QUALITY DISTRIBUTION, INC.**  
(Registrant)

Dated: October 1, 2012

By: /s/ Joseph J. Troy  
Name: Joseph J. Troy  
Title: Executive Vice President and Chief Financial Officer