

CAI International, Inc.  
Form 8-K  
July 28, 2015

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of  
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) July 28, 2015

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**CAI International, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation)

**001-33388**

(Commission File Number)

**94-3109229**

(IRS Employer Identification  
No.)

**Steuart Tower, 1 Market Plaza, Suite 900**

**San Francisco, California**

(Address of principal executive office)

**94105**

(Zip Code)

Registrant's telephone number, including area code: **(415) 788-0100**

(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))

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**Item 2.02. Results of Operations and Financial Condition.**

On July 28, 2015, CAI International, Inc. issued a press release reporting its results of operations for the second quarter ended June 30, 2015. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 7.01. Regulation FD Disclosure.**

On July 28, 2015, the Company announced that the Board of Directors approved a stock repurchase program, authorizing the Company to repurchase up to one million shares of its outstanding common stock from time to time at prices considered appropriate by the Company. A copy of the press release announcing the stock repurchase program is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press release issued by CAI International, Inc. dated July 28, 2015.

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**SIGNATURE**

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 hereunto duly authorized.

**CAI International, Inc.**  
(Registrant)

**July 28, 2015**     **/s/ Timothy B. Page**  
(Date)             Timothy B. Page  
  
*Chief Financial Officer*