

National Interstate CORP  
Form 8-K  
May 05, 2008

**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):**

**April 29, 2008**

**NATIONAL INTERSTATE CORPORATION**

**(Exact Name of Registrant as Specified in Charter)**

**Ohio**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**000-51130**  
**(Commission File Number)**  
  
**3250 Interstate Drive**

**34-1607394**  
**(I.R.S. Employer**  
  
**Identification No.)**

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Richfield, Ohio 44286-9000

(Address of principal executive offices including Zip Code)

(330) 659-8900

(Registrant's telephone number, including area code)

(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 2.02 Results of Operations and Financial Condition.**

On May 1, 2008, National Interstate Corporation (the Company) issued a press release reporting its financial results for the quarterly period ended March 31, 2008. A copy of the Company's press release is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K.

The information contained in this Current Report on Form 8-K, including the exhibit attached hereto, is being furnished to the Securities and Exchange Commission and shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. Furthermore, the information contained in this Current Report on Form 8-K shall not be deemed to be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended.

**ITEM 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On April 29, 2008 the Company appointed Donald B. Davis Jr., Vice President, General Counsel and Secretary of the Company.

Mr. Davis, age 50, joins the Company with over twenty years of legal experience. Mr. Davis was previously Executive Vice President and General Counsel to Meritain Health, Inc. and Performax, Inc. He also held industry positions as Group General Counsel to the Specialty Underwriting Groups of the St. Paul Companies and Group Counsel to USF&G. Mr. Davis has ten years of private practice experience, most recently as a partner in the insurance practice group of Saul Ewing LLP.

The Company has not entered into an employment agreement with Mr. Davis.

**ITEM 8.01 Other Events.**

On April 29, 2008, the Board of Directors of the Company approved a dividend of \$0.06 per common share, payable on June 13, 2008 to shareholders of record of the Company's common shares as of the close of business on May 30, 2008.

**ITEM 9.01 Financial Statements and Exhibits**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release of National Interstate Corporation dated May 1, 2008

**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.

**National Interstate Corporation**

By: /s/ Julie A. McGraw  
Julie A. McGraw  
Vice President and Chief Financial Officer

Date: May 5, 2008