

PROLIANCE INTERNATIONAL, INC.

Form 8-K

April 08, 2009

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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 7, 2009  
PROLIANCE INTERNATIONAL, INC.  
(Exact Name of Registrant as Specified in its Charter)**

<b>Delaware</b> (State or Other Jurisdiction of Incorporation)	<b>1-13894</b> (Commission File Number)	<b>34-1807383</b> (IRS Employer Identification No.)
<b>100 Gando Drive</b> <b>New Haven, Connecticut</b> (Address of Principal Executive Offices)		<b>06513</b> (Zip Code)
<b>Registrant's telephone number, including area code: 203-401-6450</b>		

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)
  - 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 1.01 Entry into a Material Definitive Agreement.**

On April 7, 2009, Proliance International, Inc. (the Company ) entered into the Twenty-Sixth Amendment (the Twenty-Sixth Amendment ) of the Credit and Guaranty Agreement (as amended prior to April 7, 2009, the Agreement ) by and among the Company and certain domestic subsidiaries of the Company, as guarantors, the lenders party thereto from time to time (collectively, the Lenders ), Silver Point Finance, LLC ( Silver Point ), as administrative agent for the Lenders, collateral agent and as lead arranger, and Wells Fargo Foothill, LLC ( Wells Fargo ), as a lender and borrowing base agent for the Lenders.

Pursuant to the Twenty-Sixth Amendment, and upon the terms and subject to the conditions thereof, the Waiver Reserve was reduced to \$0 effective April 7, 2009 and will be increased to \$7,250,000 on the earliest of (x) the occurrence of an Event of Default, and (y) April 21, 2009. The Twenty-Sixth Amendment also extended the requirement to have interest rate protection by March 31, 2009 to April 30, 2009.

The foregoing description of the Twenty-Sixth Amendment does not purport to be complete and is qualified in its entirety by reference to the Twenty-Sixth Amendment, a copy of which is filed as Exhibit 10.1 hereto, and incorporated herein by reference.

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

Item 1.01 of this Current Report on Form 8-K is hereby incorporated by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

The following exhibit is attached to this Current Report on Form 8-K:

10.1 Twenty-Sixth Amendment to Credit Agreement dated April 7, 2009.

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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 hereunto duly authorized.

**PROLIANCE INTERNATIONAL, INC.**

Date: April 8, 2009

By: /s/ Arlen F. Henock

Name: Arlen F. Henock

Title: Executive Vice President and Chief Financial Officer