

PROLIANCE INTERNATIONAL, INC.

Form 8-K

June 05, 2009

**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): June 1, 2009  
PROLIANCE INTERNATIONAL, INC.  
(Exact Name of Registrant as Specified in its Charter)**

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

**1-13894  
(Commission File Number)**

**34-1807383  
(IRS Employer Identification  
No.)**

**100 Gando Drive  
New Haven, Connecticut  
(Address of Principal Executive Offices)**

**06513  
(Zip Code)**

**Registrant's telephone number, including area code: 203-401-6450**

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 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.**

On June 1, 2009, Proliance International, Inc. (the Company) received notice from the NYSE Amex LLC, (the Exchange), indicating that the Company was not in compliance with the continued listing standard in Section 1003(a)(iv) of the NYSE Amex LLC Company Guide (the Company Guide). The Company has been afforded the opportunity to submit a plan of compliance to the Exchange by June 15, 2009 that demonstrates the Company's ability to regain compliance with Section 1003(a)(iv) of the Company Guide by September 1, 2009. If the Company does not submit a plan or if the plan is not accepted by the Exchange, the Company will be subject to delisting procedures as set forth in Section 1010 and part 12 of the Company Guide.

On June 5, 2009, the Company issued the press release attached hereto as Exhibit 99.1 with respect to the foregoing matters.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits The following exhibit is filed as part of this report:

99.1 Press Release dated June 5, 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: June 5, 2009

By: /s/ Arlen F. Henock  
Arlen F. Henock  
Executive Vice President  
and Chief Financial Officer