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**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 23, 2008**

**SPARTAN MOTORS, INC**

(Exact name of registrant as  
specified in its charter)

**Michigan**  
(State or other jurisdiction  
of incorporation)

**0-13611**  
(Commission  
File Number)

**38-2078923**  
(IRS Employer  
Identification no.)

**1165 Reynolds Road**  
**Charlotte, Michigan**  
(Address of principal executive offices)

**48813**  
(Zip Code)

Registrant's telephone number,  
including area code: **(517) 543-6400**

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 2.02 Results of Operations and Financial Condition.**

On October 23, 2008, Spartan Motors, Inc. issued a press release concerning its financial results for the quarter ended September 30, 2008. The press release is attached to this Form 8-K as Exhibit 99.1 and is here incorporated by reference. This Report and the Exhibit are furnished to, and not filed with, the Commission.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits:**

99.1 Spartan Motors, Inc. Press Release dated October 23, 2008. This Exhibit is furnished to, and not filed with, the Commission.

**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.

SPARTAN MOTORS, INC.

Date: October 23, 2008

By /s/ James W. Knapp

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James W. Knapp  
Chief Financial Officer

**EXHIBIT INDEX**

Exhibit Number

Document

99.1

Spartan Motors, Inc. Press Release dated October 23, 2008.



## SPARTAN MOTORS, INC.

1000 REYNOLDS RD. &NBSP; CHARLOTTE, MI 48813 &NBSP; USA

TELEPHONE 517.543.6400 &NBSP; FACSIMILE 517.543.5403

Web Page - [WWW.SPARTANMOTORS.COM](http://WWW.SPARTANMOTORS.COM)

FOR IMMEDIATE RELEASE

### Spartan Motors Highlights Third Quarter Results

- Net sales of \$237.5 million, up 59.5% compared to third quarter 2007
- Net earnings of \$0.45 per diluted share, up 462.5% year-over-year
- Return on invested capital of 35.3%, up 315.3% year-over-year
- Gross margin of 18.1%, up 53.4% year-over-year
- Consolidated backlog of \$183.8 million

**CHARLOTTE, Michigan, Oct. 23, 2008** - Spartan Motors, Inc. (NASDAQ: SPAR) reported its best third quarter in company history, with a nearly 60 percent year-over-year increase in revenues and a greater than five-fold increase in net earnings.

#### Third Quarter Results

Spartan reported record third quarter net earnings of \$14.7 million, or \$0.45 per diluted share, on net sales of \$237.5 million for the quarter ended Sep. 30, 2008, compared with net earnings of \$2.6 million, or \$0.08 per diluted share, on net sales of \$148.9 million in the same quarter of 2007.

Through the first nine months of 2008, Spartan's sales increased 57.1 percent and net earnings grew 144.6 percent compared to the nine-month period in 2007. The company posted net earnings of \$1.22 per diluted share for the first nine months of 2008, compared with net earnings per diluted share of \$0.50 in the same period of 2007. Spartan's results for the first nine months of 2008 already exceed its best annual results ever.

"This was an excellent quarter for Spartan, especially given the tumultuous national economic environment," said John Szykiel, president and CEO of Spartan Motors. "Our market diversification and flexible manufacturing model continue to allow us to grow and profitably compete in difficult times. During the quarter, we ramped up production rapidly and efficiently to complete a sizable military order.

"Last year's third quarter was our first substantial ramp up of military production, and our year-over-year improvement in gross margin reflects how far we have come in production efficiencies. This scalable business model will serve us well in the coming quarters, as two of our core markets face challenges. The RV market is difficult and while we have initiatives in place, it is a very challenging environment.

"Our military role is evolving from a rapid production and deployment stage to a long-term sustainment and partnership model, marked by smaller volumes of a wider range of mine-protected variants. Emergency-rescue continues to be a great foundation with tremendous opportunity, and we are focused on growing our success via new product launches, conquering the emissions change in 2010, and capitalizing on the continued disarray among some of our competitors in the industry. Our service, parts and accessories business is growing across our three core markets as we become more effective at maximizing value there."

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Spartan reported gross margin of 18.1 percent in the third quarter of 2008, a 53.4 percent increase over the same period in 2007. Spartan attributed the year-over-year increase in gross profit to improved product mix, higher absorption of overhead due to increased sales and better production efficiencies for its specialty vehicle operations.

Spartan Motors reported consolidated backlog of approximately \$183.8 million as of Sept. 30, 2008 and the company anticipates fulfilling its current backlog orders by July 2009.

#### **Spartan Chassis**

Sales at Spartan Chassis, the company's largest subsidiary and operating unit, increased 61.4 percent year-over-year to \$224.2 million for the current quarter. Spartan Chassis represented 94.4 percent of Spartan Motors' total consolidated sales in the 2008 third quarter, and third quarter earnings at Spartan Chassis improved 229.9 percent year-over-year.

Spartan's chassis sales to the Class A diesel motorhome market decreased 67.4 percent year-over-year in the quarter. Spartan's backlog for RV chassis decreased 65.2 percent year-over-year to \$9.1 million as of Sept. 30, 2008. In comparison, the Recreational Vehicle Industry Association (RVIA) is reporting 2008 wholesale Class A motorhome shipments are down 46.9 percent through August, the latest data available. Sales of fire truck chassis in the quarter increased 20.9 percent compared to the same period in 2007, and backlog for fire truck chassis at the end of the 2008 third quarter was \$70.8 million, a 5.6 percent year-over-year increase.

Other products sales, including specialty chassis for MRAP military vehicles, and Spartan Chassis' growing service, parts and accessories (SPA) business, increased 179.4 percent year-over-year in the third quarter of 2008. Reflected in this sales increase is a production shift of a portion of a large military order from the second quarter 2008 to the third quarter 2008. Other products backlog, which does not include service parts, was \$46.0 million as of Sept. 30, 2008, compared to other product backlog of \$228.8 million for the same date in 2007.

#### **Emergency Vehicle Team (EVTeam)**

Spartan's EVTeam operating unit, consisting of its Crimson Fire, Crimson Fire Aerials and Road Rescue subsidiaries, reported a 13.7 percent year-over-year increase in sales for the 2008 third quarter, and represented 5.6 percent of total company-wide sales in the quarter. Though the unit posted a net loss for the quarter, the EVTeam reported a 60.6 percent improvement in segment bottom-line compared to the third quarter of 2007, driven by higher volumes and improved operating efficiencies.

"The ambulance business is especially exciting today, as industry forecasts indicate a 17 percent year-over-year increase in shipments in 2009," said Szykiel. "For emergency-rescue in general, every 1.4 seconds there is a call for help in the U.S., regardless of conditions in the economy."

#### **Financial Position**

Spartan reported an operating cash flow use in the current quarter of \$11.2 million. The company ended the quarter with \$6.9 million in cash and cash equivalents, as well as \$74.3 million in long-term debt, including \$47.5 million borrowed under Spartan's line of credit.

"A large portion of our debt and operating cash flow use during the quarter was due to working capital needed for the production of a sizable military vehicle order," said Jim Knapp, chief financial officer of Spartan Motors. "Our balance sheet is healthy, we have already paid back all of our borrowings under the line of credit as of Oct. 22. We expect to continue to generate cash in the fourth quarter as we reduce working capital, putting us on strong financial ground moving into 2009."

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With the decline in the need for working capital, Spartan Motors will decrease its line of credit with J.P. Morgan Chase Bank from \$75 million to \$50 million by the end of 2008. In conjunction with this reduction, Spartan has negotiated an interest rate of 75 basis points over LIBOR for draws and a 20 basis point commitment fee on the unused portion of the line, with these rates/fees locked until the September 2010 maturity of the line of credit.

"The company took an opportunity to lock-in our borrowing costs under the line of credit until maturity. In return, we agreed to decrease the size of the line to eliminate unneeded capacity," said Knapp. "The result is we now have a right-sized line of credit with below current market rates for an extended period of time."

On a consolidated basis, Spartan posted a return on invested capital (ROIC) of 35.3 percent in the third quarter of 2008, compared to ROIC of 8.5 percent for the same quarter in 2007. Spartan defines return on invested capital as operating income less taxes, on an annualized basis, divided by total shareholders' equity.

#### **Market Outlook**

"The outlook for motorhome chassis remains uncertain, though there are indications that many dealers have reduced inventory to razor-thin levels, as the industry is reporting retail sales for Class A motorhomes are three times more than wholesale levels. This situation may bolster demand once the industry begins its eventual recovery," said Szykiel. "Nonetheless, the motorhome chassis market is expected to be challenging over the next two to three quarters, and we have adjusted our operations accordingly."

"As we recently announced, we continue to see a number of smaller orders for mine-blast protected vehicles, and have expanded the number of MRAP variants using our products to more than 20 types of specialized vehicles operated by both the U.S. military and other allied militaries. We have also seen a significant growth of our service, parts and accessories business for military vehicles. The U.S. military currently plans for MRAPs to serve in its vehicle fleet beyond 2025."

"For our emergency-rescue business, we expect stable and consistent growth. We are also seeing increased interest in several of our new product introductions aimed at this market. Municipal spending is always a concern in difficult economic times, but we are pleased the Federal government is increasing spending for fire-rescue. The Federal government renewed funding for the Assistance to Firefighters Grant program, increasing it modestly to \$565 million for 2009. In the past, these grants have driven 10 to 15 percent of industry fire trucks sales, and we expect this funding will help many municipalities purchase new vehicles."

Szykiel concluded: "We are taking proactive steps to control our cost structure where markets dictate, though we are also positioned to take advantage of our opportunities for growth. Though economic turmoil is a concern for everyone, we are very pleased with our 2008 results. Looking ahead to the next two to three quarters, conditions will be difficult for the best of companies. Our strong balance sheet, coupled with our core capabilities - innovation, speed to market, flexibility, and service and support - have us well positioned to adapt and grow through tough industry and macro-economic conditions. As a company, we have been through uncertain times before, such as in 1991 and 2001, and each time we emerged even stronger. I expect this time will be no different."

#### **Conference Call & Webcast**

Spartan Motors will host a conference call for analysts and portfolio managers at 10 a.m. ET today to discuss these results and current business trends. To listen to a live webcast of the call, please visit [www.spartanmotors.com](http://www.spartanmotors.com), click on "Shareholders," and then on "Webcasts."

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**About Spartan Motors**

Spartan Motors, Inc. ([www.spartanmotors.com](http://www.spartanmotors.com)) designs, engineers and manufactures custom chassis and vehicles for the recreational vehicle, fire truck, ambulance, emergency-rescue and specialty vehicle markets. The company's brand names - **Spartan**<sup>TM</sup>, **Crimson Fire**<sup>TM</sup>, **Crimson Fire Aerials**<sup>TM</sup>, and **Road Rescuer**<sup>TM</sup> - are known for quality, value, service and being the first to market with innovative products. The company employs approximately 1,400 at facilities in Michigan, Pennsylvania, South Carolina and South Dakota. Spartan reported sales of \$681.9 million in 2007 and is focused on becoming the premier manufacturer of specialty vehicles and chassis in North America.

This release contains forward-looking statements, including, without limitation, statements concerning our business, future plans and objectives and the performance of our products. Forward looking statements are identifiable by words such as "believe," "anticipate," "will," "sustain," and "continue." These forward-looking statements involve certain risks and uncertainties that ultimately may not prove to be accurate. Actual results and future events could differ materially from those anticipated in such statements. Technical complications may arise that could prevent the prompt implementation of the plans outlined above. The company cautions that these forward-looking statements are further qualified by other factors including, but not limited to, those set forth in the company's Annual Report on Form 10-K filing and other filings with the United States Securities and Exchange Commission (available at <http://www.sec.gov>). Government contracts and subcontracts typically involve long payment and purchase cycles, competitive bidding, qualification requirements, delays or changes in funding, extensive specification development and changes, price negotiations and milestone requirements. An announced award of a governmental contract is not equivalent to a finalized executed contract and does not assure that orders will be issued and filled. Government agencies also often retain some portion of fees payable upon completion of a project and collection of contract fees may be delayed for long periods, which can negatively impact both prime contractors and subcontractors. The company undertakes no obligation to publicly update or revise any statements in this release, whether as a result of new information, future events or otherwise, except as required by law.

**CONTACT:**

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**Spartan Motors, Inc. and Subsidiaries**  
**Condensed Consolidated Balance Sheets**

	<u>September 30,</u> <u>2008</u> \$-000-	<u>December 31,</u> <u>2007</u> \$-000-
<b>ASSETS</b>		
<b>Current assets:</b>		
Cash and cash equivalents	\$ 6,854	\$ 13,527
Accounts receivable, net	152,305	132,907
Inventories	102,090	103,076
Deferred income tax assets	6,925	6,925
Other current assets	2,318	1,978
<b>Total current assets</b>	<b>270,492</b>	<b>258,413</b>
<b>Property, plant and equipment, net</b>	<b>66,226</b>	<b>56,673</b>
<b>Goodwill</b>	<b>2,457</b>	<b>2,457</b>
<b>Deferred income tax assets</b>	<b>775</b>	<b>775</b>
<b>Other assets</b>	<b>208</b>	<b>346</b>
<b>Total assets</b>	<b>\$ 340,158</b>	<b>\$ 318,664</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current liabilities:</b>		
Accounts payable	\$ 53,372	\$ 90,769
Accrued warranty	9,687	10,824
Accrued compensation and related taxes	15,848	10,431
Accrued vacation	1,918	1,758
Accrued customer rebates	2,176	1,963
Deposits from customers	6,905	5,540
Taxes on income	665	551
Other current liabilities and accrued expenses	4,178	3,367
Current portion of long-term debt	524	522
<b>Total current liabilities</b>	<b>95,273</b>	<b>125,725</b>
<b>Other non-current liabilities</b>	<b>1,069</b>	<b>1,025</b>
<b>Long-term debt, less current portion</b>	<b>74,302</b>	<b>62,696</b>
<b>Shareholders' equity:</b>		
Common stock	327	324
Additional paid in capital	64,706	62,648
Retained earnings	104,481	66,246
<b>Total shareholders' equity</b>	<b>169,514</b>	<b>129,218</b>

**Total liabilities and shareholders' equity**

\$ 340,158 \$ 318,664

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**Spartan Motors, Inc. and Subsidiaries**  
**Condensed Consolidated Statements of Income**  
**Three Months Ended September 30, 2008 and 2007**

	<u>September 30, 2008</u>		<u>September 30, 2007</u>	
	\$-000-	%	\$-000-	%
Sales	237,461		148,891	
Cost of Products Sold	194,496		131,316	
<b>Gross Profit</b>	<b>42,965</b>	<b>18.1</b>	<b>17,575</b>	<b>11.8</b>
Operating Expenses:				
Research and Development	5,216	2.2	3,840	2.6
Selling, General and Administrative	15,701	6.6	9,690	6.5
Total Operating Expenses	20,917	8.8	13,530	9.1
<b>Operating Income</b>	<b>22,048</b>	<b>9.3</b>	<b>4,045</b>	<b>2.7</b>
Other Income (Expense):				
Interest Expense	(642)	(0.2)	(235)	(0.1)
Interest and Other Income	331	0.1	190	0.1
Total Other Income (Expense)	(311)	(0.1)	(45)	(0.0)
Earnings before Taxes on Income	21,737	9.2	4,000	2.7
Taxes on Income	7,081	3.0	1,430	1.0
<b>Net Earnings</b>	<b>14,656</b>	<b>6.2</b>	<b>2,570</b>	<b>1.7</b>
<b>Basic Net Earnings per Share</b>	<b>0.46</b>		<b>0.08</b>	

<b>Diluted Net Earnings per Share</b>	<b>0.45</b>	<b>0.08</b>
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Basic Weighted Average Common Shares Outstanding	32,017	32,200
Diluted Weighted Average Common Shares Outstanding	32,335	32,862
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**Spartan Motors, Inc. and Subsidiaries**  
**Condensed Consolidated Statements of Income**  
**Nine Months Ended September 30, 2008 and 2007**

	<u>September 30, 2008</u>		<u>September 30, 2007</u>	
	\$-000-	%	\$-000-	%
Sales	698,076		444,356	
Cost of Products Sold	580,733		378,077	
<b>Gross Profit</b>	<b>117,343</b>	<b>16.8</b>	<b>66,279</b>	<b>14.9</b>
Operating Expenses:				
Research and Development	14,646	2.1	11,326	2.5
Selling, General and Administrative	41,127	5.9	28,241	6.5
Total Operating Expenses	55,773	8.0	40,167	9.0
<b>Operating Income</b>	<b>61,570</b>	<b>8.8</b>	<b>26,112</b>	<b>5.9</b>
Other Income (Expense):				
Interest Expense	(1,811)	(0.3)	(918)	(0.2)
Interest and Other Income	623	0.1	520	0.1
Total Other Income (Expense)	(1,188)	(0.2)	(398)	(0.1)
Earnings before Taxes on Income	60,382	8.6	25,714	5.8
Taxes on Income	20,530	2.9	9,421	2.1
<b>Net Earnings</b>	<b>39,852</b>	<b>5.7</b>	<b>16,293</b>	<b>3.7</b>
<b>Basic Net Earnings per Share</b>	<b>1.25</b>		<b>0.51</b>	

<b>Diluted Net Earnings per Share</b>	<b>1.22</b>	<b>0.50</b>
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Basic Weighted Average Common Shares Outstanding	31,982	31,927
Diluted Weighted Average Common Shares Outstanding	32,510	32,582
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**Spartan Motors, Inc. and Subsidiaries**  
**Sales and Other Financial Information by Business Segment**  
**Quarter and Nine Months Ended September 30, 2008**

**Three Months Ended September 30, 2008 (amounts in thousands of dollars)**

	Business Segments			Consolidated
	Chassis	EVTeam	Other	
Motorhome Chassis Sales	15,800			15,800
Fire Truck Chassis Sales	33,664		(9,181)	24,483
EVTeam Product Sales		22,400		22,400
Other Product Sales	174,778			174,778
<b>Total Net Sales</b>	<b>224,242</b>	<b>22,400</b>	<b>(9,181)</b>	<b>237,461</b>
Interest Expense	3	390	249	642
Depreciation Expense	758	291	509	1,558
Segment Net Earnings (Loss)	17,771	(636)	(2,479)	14,656

**Nine Months Ended September 30, 2008 (amounts in thousands of dollars)**

	Business Segments			Consolidated
	Chassis	EVTeam	Other	
Motorhome Chassis Sales	84,151			84,151
Fire Truck Chassis Sales	89,028		(20,889)	68,139
EVTeam Product Sales		68,659		68,659
Other Product Sales	477,127			477,127
<b>Total Net Sales</b>	<b>650,306</b>	<b>68,659</b>	<b>(20,889)</b>	<b>698,076</b>
Interest Expense	16	1,160	635	1,811
Depreciation Expense	1,996	869	1,429	4,294
Segment Net Earnings (Loss)	46,848	(1,786)	(5,210)	39,852

**Period End Backlog (amounts in thousands of dollars)**

	Sept. 30, 2007	Dec. 31, 2007	Mar. 31, 2008	June 30, 2008	Sept. 30, 2008
Motorhome Chassis *	26,097	27,312	17,465	12,533	9,069
Fire Truck Chassis *	67,071	60,374	70,720	75,931	70,815
Other Product *	228,803	199,362	166,457	188,665	46,038
<b>Total Chassis</b>	<b>321,971</b>	<b>287,048</b>	<b>254,642</b>	<b>277,129</b>	<b>125,922</b>

EVTeam Product *	61,178	51,316	49,975	43,094	57,850
<b>Total Backlog</b>	<b>383,149</b>	<b>338,364</b>	<b>304,617</b>	<b>320,223</b>	<b>183,772</b>

\* Anticipated time to fill backlog orders; 2 months or less for motorhome chassis and 10 months or less for fire truck chassis, other product and EVTeam product.