

CELADON GROUP INC  
Form 15-12G  
August 10, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number 001-34533

**CELADON GROUP, INC.**

(Exact name of registrant as specified in its charter)

**9503 East 33rd Street, Indianapolis, IN 46235**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Series A Junior Participating Preferred Stock Purchase Rights (1)**

(Title of each class of securities covered by this Form)

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Common Stock (\$0.033 par value)

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	<input checked="" type="checkbox"/>
Rule 12g-4(a)(2)	<input type="checkbox"/>
Rule 12h-3(b)(1)(i)	<input type="checkbox"/>
Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 15d-6	<input type="checkbox"/>
Rule 15d-22(b)	<input type="checkbox"/>

(1) These Series A Junior Participating Preferred Stock Purchase Rights (the Expired Rights ) were issued in connection with Celadon Group, Inc.'s execution of a Preferred Stock Rights Agreement, dated as of July 20, 2000 (the Rights Agreement ), between Celadon Group, Inc. and Fleet National Bank, as Rights Agent. The Rights Agreement expired on July 20, 2010 and, accordingly, the Rights Agreement and the Expired Rights are no longer in effect. Celadon Group, Inc. previously filed a Registration Statement on Form 8-A12G to register the Expired Rights on July 20, 2000.

Approximate number of holders of record as of the certification or notice date: **None**

Pursuant to the requirements of the Securities Exchange Act of 1934, Celadon Group, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

**CELADON GROUP, INC.**

(Registrant)

Date: August 10, 2018

By: /s/ Thomas S. Albrecht  
Thomas S. Albrecht

Executive Vice President, Chief Financial Officer, and  
Chief Strategy Officer

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