

RADIANT LOGISTICS, INC  
Form 10-Q/A  
December 01, 2011

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-Q/A

Amendment No. 1

QUARTERLY REPORT UNDER SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended: September 30, 2011

TRANSITION REPORT UNDER SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 000-50283

RADIANT LOGISTICS, INC.  
(Exact Name of Registrant as Specified in Its Charter)

Delaware  
(State or Other Jurisdiction of  
Incorporation or Organization)

04-3625550  
(IRS Employer Identification No.)

405 114th Avenue S.E., Bellevue, WA 98004

\_\_\_\_\_  
(Address of Principal Executive Offices)

(425) 943-4599

\_\_\_\_\_  
(Issuer's Telephone Number, including Area Code)

N/A

\_\_\_\_\_  
(Former Name, Former Address, and Former Fiscal Year, if Changed Since Last Report)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulations S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer", "accelerated filer" and "smaller reporting

company” in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

There were 31,810,913 issued and outstanding shares of the registrant’s common stock, par value \$.001 per share, as of November 30, 2011.

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Explanatory Note

This Amendment No. 1 on Form 10-Q/A amends the Quarterly Report on Form 10-Q of Radiant Logistics, Inc. for the quarter ended September 30, 2011, filed with the Securities and Exchange Commission on November 14, 2011 (the "Form 10-Q") for the sole purpose of furnishing the interactive data files as Exhibit 101 in accordance with Rule 405(a)(2) of Regulation S-T. Pursuant to Rule 406T of Regulation S-T, these interactive data files are deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended, are deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and otherwise are not subject to liability under those sections.

No other changes have been made to the Form 10-Q. This Form 10-Q/A speaks as of the original filing date of the Form 10-Q, does not reflect events which may have occurred subsequent to the original filing date, and does not modify or update in any way disclosures made in the Form 10-Q.

## PART II. OTHER INFORMATION

## Item 6. Exhibits

| Exhibit No. | Exhibit   | Method of Filing   |
|-------------|---|--|
| 31.1        | Certification by Principal Executive Officer pursuant to Rules 13a-14(a) and 15d-14(a) of the Securities Exchange Act of 1934, as amended, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 | Previously filed as an exhibit to the Form 10-Q filed on November 14, 2011 |
| 31.2        | Certification by Principal Financial Officer pursuant to Rules 13a-14(a) and 15d-14(a) of the Securities Exchange Act of 1934, as amended, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 | Previously filed as an exhibit to the Form 10-Q filed on November 14, 2011 |
| 32.1        | Certification by the Principal Executive Officer and Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002                       | Previously filed as an exhibit to the Form 10-Q filed on November 14, 2011 |
| 101.INS*    | XBRL Instance Document  | Filed herewith   |
| 101.SCH*    | XBRL Taxonomy Extension Schema Document   | Filed herewith   |
| 101.CAL*    | XBRL Taxonomy Extension Calculation Linkbase Document   | Filed herewith   |
| 101.DEF*    | XBRL Taxonomy Extension Definition Linkbase Document  | Filed herewith   |
| 101.LAB*    | XBRL Taxonomy Extension Label Linkbase Document   | Filed herewith   |
| 101.PRE*    | XBRL Taxonomy Extension Presentation Linkbase Document  | Filed herewith   |

\*Pursuant to Rule 406T of Regulation S-T, these interactive data files are deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended, are deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and otherwise are not subject to liability under those sections.

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, thereunto duly authorized.

RADIANT LOGISTICS, INC.

Date: December 1, 2011      /s/ Bohn H. Crain  
Bohn H. Crain  
Chief Executive Officer

Date: December 1, 2011      /s/ Todd E. Macomber  
Todd E. Macomber  
Chief Financial Officer

EXHIBIT INDEX

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