





EXPLANATORY NOTE

On December 28, 2005, Titan International, Inc. (the Company) filed a Current Report on Form 8-K regarding the completion of its acquisition of The Goodyear Tire & Rubber Company's North American farm tire assets. This Amendment No. 1 on Form 8-K/A amends the Company's December 28, 2005, Form 8-K to provide financial statements of the business acquired and pro forma financial information relating to the acquisition as required by Item 9.01(a) and 9.01(b).

Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(a) Financial statements

The audited combined statement of net assets sold of the Goodyear Farm Tire Business and the related accompanying combined statement of revenue, cost of goods sold and direct operating expenses as of and for the year ended December 31, 2004 are included as Exhibit 99.1 to this Amendment No. 1.

(b) Pro forma financial information

The unaudited pro forma financial statements of Titan International, Inc. required by this item are included as Exhibit 99.2 to this Amendment No. 1.

(c) Exhibits

23 Consent of PricewaterhouseCoopers LLP

99.1 Audited combined statement of net assets sold of the Goodyear Farm Tire Business and the related accompanying combined statement of revenue, cost of goods sold and direct operating expenses as of and for the year ended December 31, 2004.

99.2 Titan International, Inc. unaudited pro forma consolidated condensed balance sheet as of September 30, 2005, and unaudited pro forma consolidated condensed statement of operations for the year ended December 31, 2004, and the nine months ended September 30, 2005.

SIGNATURE

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.

**TITAN INTERNATIONAL, INC.**  
**(Registrant)**

**Date:** February 22, 2006

**By:** /s/ KENT W. HACKAMACK  
Kent W. Hackamack  
Vice President of Finance and Treasurer  
(Principal Financial Officer and  
Principal Accounting Officer)

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EXHIBIT INDEX

Exhibit No. Description

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