



**Item 2.02. Results of Operations and Financial Condition.**

On March 8, 2010 the Registrant issued a press release to announce its earnings for the fourth quarter and year ended December 31, 2009. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit 99.1. Press release dated March 8, 2010.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CAI International, Inc.**

(Registrant)

**March 8, 2010**

(Date)

**/s/ VICTOR GARCIA**

Victor Garcia

*Senior Vice President and Chief  
Financial Officer*