

Edgar Filing: Titan Machinery Inc. - Form FWP

Titan Machinery Inc.  
Form FWP  
May 06, 2011

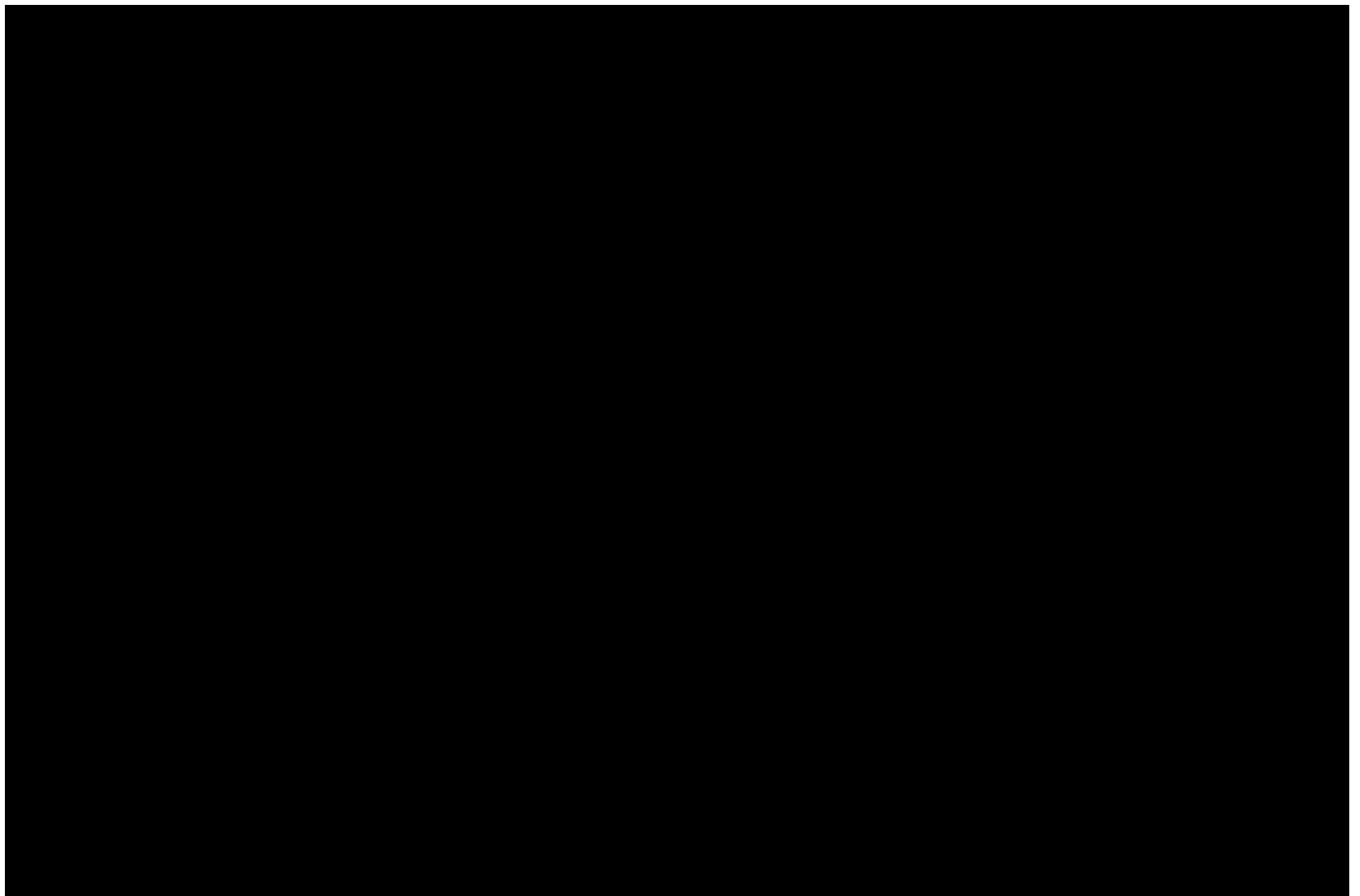
Filed Pursuant to Rule 433  
Issuer Free Writing Prospectus dated May 5, 2011  
Registration No. 333-171063

Titan Machinery Inc.

Final Term Sheet

2,400,000 Shares of Common Stock

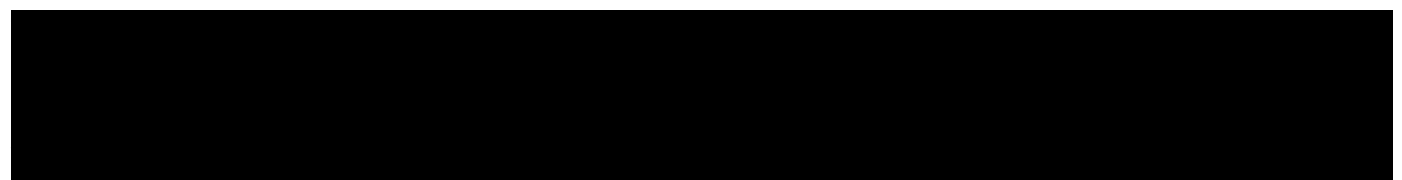
This free writing prospectus relates only to the securities described in, and should be read together with, the preliminary prospectus supplement dated April 29, 2011 and accompanying prospectus dated January 21, 2011 (collectively, the Prospectus ) included in Titan Machinery Inc.'s Registration Statement on Form S-3 (Registration No. 333-171063) relating to these securities. The following information supplements and updates the information contained in the Prospectus.





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| (dollars in thousands)  | As of January 31, 2011 |             |
|---|------------------------|-------------|
|   | Actual                 | As Adjusted |
| Cash and cash equivalents   | \$ 76,112              | \$ 141,288  |
| Stockholders' equity:   |                        |             |
| Common stock, \$0.00001 par value, 25,000 shares authorized, 17,917 issued and outstanding as of January 31, 2011, 20,317 as adjusted | \$                     | \$          |
| Additional paid-in capital  | 140,466                | 205,642     |
| Retained earnings   | 74,091                 | 74,091      |
| Total stockholders' equity  | \$ 214,557             | \$ 279,733  |



The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the documents may be obtained from Craig-Hallum Capital Group at 222 South Ninth Street, Suite 350, Minneapolis, MN 55402, (612) 334-6300, or from Robert W. Baird & Co. Incorporated at 777 E. Wisconsin Avenue, Milwaukee, WI 53202, Attention: Syndicate Department, (800) 792-2413, [syndicate@rwbaird.com](mailto:syndicate@rwbaird.com).