Edgar Filing: OLD DOMINION FREIGHT LINE INC/VA - Form 4

OLD DOMINION FREIGHT LINE INC/VA

Form 4 June 10, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB

3235-0287 Number:

OMB APPROVAL

January 31, 2005

0.5

Expires: Estimated average

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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Kasarda John D.

2. Issuer Name and Ticker or Trading Symbol

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

5. Relationship of Reporting Person(s) to

Issuer

OLD DOMINION FREIGHT LINE

INC/VA [ODFL]

(Check all applicable)

3. Date of Earliest Transaction (Month/Day/Year)

06/07/2013

X_ Director Officer (give title

10% Owner Other (specify

C/O OLD DOMINION FREIGHT LINE, INC., 500 OLD DOMINION WAY

(First)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

THOMASVILLE, NC 27360

(Zip)

(Middle)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year)

(State)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

Reported Transaction(s)

(A)

(Instr. 3 and 4) Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| | 2. | 3. Transaction Date | | 4. 5. Number | | 6. Date Exercisable and | | 7. Title and Amount of | | | | |
|------------|-------------|---------------------|--------------------|---------------------------|-----------------|---------------------------------|------------------|------------------------|------------------|--------|--------|---------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction of Derivative | | Expiration Date | | Underlying Securities | | Deriva | | |
| Security | or Exercise | | any | Code | Code Securities | | (Month/Day/Year) | | (Instr. 3 and 4) | | Securi | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | 3) | Acquired (A) or Disposed of (D) | | | | | | (Instr. |
| | Derivative | | | | | | | | | | | |
| | Security | | | | | | | | | | | |
| | | | | | | | | | | | | |
| | | | | | | (Instr. 3, 4, | | | | | | |
| | | | | | | and 5) | | | | | | |
| | | | | Code | v | (A) | (D) | Date | Expiration | Title | Amount | |
| | | | | Couc | v | (A) | (D) | Exercisable | Date | Title | or | |
| | | | | | | | | Excicisable | Date | | Number | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | of | |
| | | | | | | | | | | | Shares | |
| Phantom | | | | | | | | | | Common | | |
| | <u>(1)</u> | 06/07/2013 | | Α | | 1,193 | | (2) | (2) | | 1,193 | \$ |
| Stock | | | | | | | | | | Stock | | |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Kasarda John D. C/O OLD DOMINION FREIGHT LINE, INC. 500 OLD DOMINION WAY THOMASVILLE, NC 27360



Signatures

/s/ Ross H. Parr, by Power of Attorney 06/10/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each share of phantom stock is the economic equivalent of one share of Old Dominion Freight Line, Inc. common stock.
- (2) The award will settle on the date of the reporting person's termination of service as a director for any reason (including, but not limited to, termination of service due to death or total disability).
- (3) Reflects an anti-dilution adjustment resulting from a three-for-two stock split on September 10, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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