

OLD DOMINION FREIGHT LINE INC/VA
 Form 4
 August 11, 2015

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 CONGDON DAVID S

2. Issuer Name and Ticker or Trading Symbol
 OLD DOMINION FREIGHT LINE INC/VA [ODFL]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Vice Chairman and CEO

(Last) (First) (Middle)

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

3. Date of Earliest Transaction (Month/Day/Year)
 05/22/2015

(Street)
 THOMASVILLE, NC 27360

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/22/2015		G	V	27,880	D	\$ 0	735,528	I	By David S. Congdon Revocable Trust dated 12/3/91
Common Stock	05/22/2015		G	V	13,940	A	\$ 0	103,315	I	By wife as trustee of Helen S. Congdon Revocable

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Common Stock	05/22/2015	G	V	13,940	D	\$ 0	89,375	I	Trust Inter Vivos Trust dated 4/24/12 By wife as trustee of Helen S. Congdon Revocable Trust Inter Vivos Trust dated 4/24/12
Common Stock	05/27/2015	G	V	1,182	D	\$ 0	734,346	I	By David S. Congdon Revocable Trust dated 12/3/91
Common Stock	05/27/2015	G	V	591	A	\$ 0	89,966	I	By wife as trustee of Helen S. Congdon Revocable Trust Inter Vivos Trust dated 4/24/12
Common Stock	05/27/2015	G	V	591	D	\$ 0	89,375	I	By wife as trustee of Helen S. Congdon Revocable Trust Inter Vivos Trust dated 4/24/12
Common Stock	08/07/2015	G	V	385	A	\$ 0	91,966	I	As trustee of Irrevocable Trust Agreement dated 12/18/98 fbo Kathryn Congdon
Common Stock	08/07/2015	G	V	385	A	\$ 0	91,965	I	As trustee of

Common Stock	08/07/2015	G	V	385	A	\$ 0	91,966	I	Irrevocable Trust Agreement dated 12/18/98 fbo Marilyn Congdon As trustee of Irrevocable Trust Agreement dated 12/18/98 fbo Ashlyn Congdon
Common Stock	08/10/2015	S		1,580	D	\$ 72.73 <u>(1)</u>	296,473	I	As trustee of Audrey L. Congdon Irrevocable Trust No. 2 dated 5/28/04
Common Stock	08/10/2015	S		2,200	D	\$ 72.73 <u>(1)</u>	38,015	I	By wife as trustee of Seay Family Trust dated 11/21/2012
Common Stock							299,251	I	By wife as trustee of David S. Congdon Irrevocable Trust No. 2 dated 11/18/99
Common Stock							629,776	I	By wife as trustee of David S. Congdon Irrevocable Trust No. 1 dated 12/1/92
Common Stock							48,863 <u>(2)</u>	I	By 401(k) plan
							645,976	I	

Common Stock							As co-trustee of Earl E. Congdon GRAT Remainder Trust
Common Stock				316,405	I		As co-trustee of the 1998 Earl E. Congdon Family Trust
Common Stock				318,357	I		As co-trustee of the Earl and Kathryn Congdon Family Irrevocable Trust - 2011
Common Stock				385,781	I		As trustee of Audrey L. Congdon Irrevocable Trust No. 1 dated 12/1/92
Common Stock				357,569	I		As trustee of David S. Congdon Grantor Retained Annuity Trust 2014

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

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
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