YOWELL JOHN B
Form 4
September 17, 2010

FORM 4

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

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
YOWELL JOHN B

(Last) (First) (Middle)

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

(Street)

THOMASVILLE, NC 27360

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
09/15/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
__X__ Officer (give title below) __X__ Other (specify below)
Executive VP and COO / Member of Section 13(d) group

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

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/15/2010		S(1)		966	D	$ 25.3404 (2)	146,529	I	As co-trustee of the Seth Morgan Yowell Irrevocable Declaration of Trust
Common Stock	09/15/2010		S(1)		966	D	$ 25.3404	146,529	I	As co-trustee of

						[(2)]			the Megan Elise Yowell Irrevocable Declaration of Trust
Common Stock	09/15/2010		S[(1)]	50	D	$ 25.3404 [(2)]	46,663	I	By Audrey L. Congdon Irrevocable Trust No. 2 dated 5/28/04 (David Congdon, Trustee)
Common Stock	09/15/2010		S[(1)]	1,962	D	$ 25.3404 [(2)]	829,827	I	By wife as trustee for Audrey Lee Congdon Revocable Trust dated 2/17/05
Common Stock							58,198	I	By wife as trustee for Irrevocable Trust Agreement dated 12/18/98 fbo Megan Yowell
Common Stock							58,198	I	By wife as trustee for Irrevocable Trust Agreement dated 12/18/98 fbo Seth Yowell
Common Stock							104,856	D	
Common Stock							257,188	I	As trustee for Audrey L. Congdon Irrevocable Trust No. 1

								dated 12/1/92
Common Stock						25,937	I	By 401(k) plan
Common Stock						8,929	I	By wife
Common Stock						430,651	I	By wife as co-trustee of the Earl E. Congdon GRAT Remainder Trust
Common Stock						150,000	I	By wife as trustee for Audrey L. Congdon February 2010 Grantor Retained Annuitiy Trust
Common Stock	09/16/2010	S[(1)]	3,927	D	$ 25.962 [(3)]	142,602	I	As co-trustee of the Seth Morgan Yowell Irrevocable Declaration of Trust
Common Stock	09/16/2010	S[(1)]	1,183	D	$ 26.1053 [(4)]	141,419	I	As co-trustee of the Seth Morgan Yowell Irrevocable Declaration of Trust
Common Stock	09/16/2010	S[(1)]	3,927	D	$ 25.962 [(3)]	142,602	I	As co-trustee of the Megan Elise Yowell Irrevocable Declaration of Trust

Common Stock	09/16/2010	S[(1)]	1,183	D	$ 26.1053 [(4)]	141,419	I	As co-trustee of the Megan Elise Yowell Irrevocable Declaration of Trust
Common Stock	09/16/2010	S[(1)]	205	D	$ 25.962 [(3)]	46,458	I	By Audrey L. Congdon Irrevocable Trust No. 2 dated 5/28/04 (David Congdon, Trustee)
Common Stock	09/16/2010	S[(1)]	62	D	$ 26.1053 [(4)]	46,396	I	By Audrey L. Congdon Irrevocable Trust No. 2 dated 5/28/04 (David Congdon, Trustee)
Common Stock	09/16/2010	S[(1)]	7,978	D	$ 25.962 [(3)]	821,849	I	By wife as trustee for Audrey Lee Congdon Revocable Trust dated 2/17/05
Common Stock	09/16/2010	S[(1)]	2,403	D	$ 26.1053 [(4)]	819,446	I	By wife as trustee for Audrey Lee Congdon Revocable Trust dated 2/17/05

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 Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YOWELL JOHN B C/O OLD DOMINION FREIGHT LINE, INC. 500 OLD DOMINION WAY THOMASVILLE, NC 27360		X	Executive VP and COO	Member of Section 13(d) group

Signatures

/s/ Joel B. McCarty, Jr., by Power of Attorney	09/17/2010
**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 30, 2010.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $25.33 to $25.41, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $25.33 to $26.20, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $26.00 to $26.20, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within

the range set forth in this footnote.

Remarks:

The reporting person may be deemed to be a member of a "group" for purposes of Section 13(d) of the Exchange Act. The oth

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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