

CONGDON JEFFREY W
Form 3/A
October 09, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â CONGDON JEFFREY W

(Last) (First) (Middle)

7511 WHITEPINE ROAD

(Street)

RICHMOND,Â VAÂ 23237

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

08/30/2012

3. Issuer Name **and** Ticker or Trading Symbol

OLD DOMINION FREIGHT LINE INC/VA [ODFL]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X__ 10% Owner

____ Officer ____X__ Other

(give title below) (specify below)

Member of Section 13(d) group

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

09/10/2012

6. Individual or Joint/Group

Filing(Check Applicable Line)

____ Form filed by One Reporting

Person

__X__ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

863,189 (1) (2)

I

As trustee of Susan C. Terry
Revocable Trust

Common Stock

761,501 (3) (4)

I

As trustee of Jeffrey W. Congdon
Revocable Trust

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CONGDON JEFFREY W 7511 WHITEPINE ROAD RICHMOND, VA 23237	Â	Â X	Â	Member of Section 13(d) group
TERRY SUSAN C 7511 WHITEPINE ROAD RICHMOND, VA 23237	Â	Â X	Â	Member of Section 13(d) group

Signatures

/s/ John R. Congdon, Jr., by Power of Attorney 10/09/2012

__Signature of Reporting Person Date

/s/ John R. Congdon, Jr., by Power of Attorney 10/09/2012

__Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

This Form 3/A is being filed to correct the number of shares held by the Susan C. Terry Revocable Trust. The number of shares reported on the original Form 3 was incorrect due to a clerical error. This Form 3/A also is being filed to adjust the number of shares held by the

(1) Susan C. Terry Revocable Trust to reflect the actual number of shares distributed to the Susan C. Terry Revocable Trust as a result of the stock dividend announced by the Issuer on August 13, 2012. The original Form 3 was based on a good faith estimate of the number of shares to be distributed. Except as described in Note 3 below, the other holdings listed on the original Form 3 remain unchanged.

These securities are beneficially owned by Susan C. Terry, who may be deemed a member of a "group" for purposes of Section 13(d) of the Exchange Act. The other members of the Section 13(d) group are identified in a Schedule 13D filed with the Securities and Exchange Commission on September 10, 2012.

This Form 3/A also is being filed to adjust the number of shares held by the Jeffrey W. Congdon Revocable Trust to reflect the actual

(3) number of shares distributed to the Jeffrey W. Congdon Revocable Trust as a result of the stock dividend announced by the Issuer on August 13, 2012. The original Form 3 was based on a good faith estimate of the number of shares to be distributed.

These securities are beneficially owned by Jeffrey W. Congdon, who may be deemed a member of a "group" for purposes of Section

(4) 13(d) of the Exchange Act. The other members of the Section 13(d) group are identified in a Schedule 13D filed with the Securities and Exchange Commission 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.