FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

(Mark One)

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 1998

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from __________ to _________.

Commission File Number: 0-19582

OLD DOMINION FREIGHT LINE, INC.
(Exact name of registrant as specified in its charter)

VIRGINIA	56-0751714
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

1730 Westchester Drive
High Point, NC 27262
(Address of principal executive offices)

Telephone Number (336) 889-5000

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes _X_ . No ___.

As of November 9, 1998, there were 8,312,196 shares of the registrant's Common Stock ($.10 par value) outstanding.

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

OLD DOMINION FREIGHT LINE, INC.

CONSOLIDATED STATEMENTS OF OPERATIONS

<TABLE>
<CAPTION>

	Three Months Ended		Nine Months Ended	
(In thousands, except share and per share data)	Sept. 30, 1998 (Unaudited)	Sept. 30, 1997 (Unaudited)	Sept. 30, 1998 (Unaudited)	Sept. 30, 1997 (Unaudited)
<S>	<C>	<C>	<C>	<C>
Revenue from operations	$ 99,266	$88,275	$ 283,600	$246,356
Operating expenses:				
Salaries, wages and benefits	59,463	51,792	168,990	144,266
Purchased transportation	3,547	4,209	11,968	11,306

Operating supplies and expenses	7,613	7,787	23,361	22,817
Depreciation and amortization	5,734	4,396	15,551	12,513
Building and office equipment rents	1,853	1,728	5,431	5,191
Operating taxes and licenses	4,365	3,625	12,206	10,520
Insurance and claims	3,105	2,455	8,859	7,659
Communications and utilities	1,757	1,623	5,148	4,529
General supplies and expenses	3,982	3,190	11,545	9,152
Miscellaneous expenses	1,112	968	2,939	2,626
Total operating expenses	92,531	81,773	265,998	230,579
Operating income	6,735	6,502	17,602	15,777
Other deductions:				
Interest expense, net	1,129	932	3,002	2,654
Other expense, net	87	118	263	269
Total other deductions	1,216	1,050	3,265	2,923
Income before income taxes	5,519	5,452	14,337	12,854
Provision for income taxes	2,097	2,099	5,448	4,949
Net income	$ 3,422	$ 3,353	$ 8,889	$ 7,905
Basic and diluted earnings per share:	$0.41	$0.40	$1.07	$0.95
Weighted average number of shares outstanding:				
Basic	8,312,196	8,308,287	8,311,633	8,311,968
Diluted	8,321,089	8,323,956	8,325,464	8,320,144

</TABLE>

The accompanying notes are an integral part of these financial statements.

OLD DOMINION FREIGHT LINE, INC.
CONSOLIDATED BALANCE SHEETS

<TABLE>
<CAPTION>

(In thousands, except share data)	September 30, 1998 (Unaudited)	December 31, 1997 (Audited)
<S>	<C>	<C>
ASSETS		
Current assets:		
Cash and cash equivalents	$ 744	$ 674
Customer receivables, less allowances of $5,628 and $4,963, respectively	50,799	43,399
Other receivables	3,948	1,492
Tires on equipment	5,569	5,052
Prepaid expenses	5,598	7,273
Deferred income taxes	1,970	1,970

Total current assets	68,628	59,860
Property and equipment:		
Revenue equipment	172,240	144,926
Land and structures	47,683	42,572
Other equipment	31,862	19,675
Leasehold improvements	4,136	721
	------------	------------
Total property and equipment	255,921	207,894
Less accumulated depreciation and amortization	(94,801)	(83,064)
	------------	------------
Net property and equipment	161,120	124,830
Other assets, including goodwill, less insurance policy loans of $1,851	13,094	6,371
	------------	------------
Total assets	$ 242,842	$ 191,061
	============	============

</TABLE>

The accompanying notes are an integral part of these financial statements.

OLD DOMINION FREIGHT LINE, INC.
CONSOLIDATED BALANCE SHEETS
(CONTINUED)

<TABLE>
<CAPTION>

(In thousands, except share data)	September 30, 1998 (Unaudited)	December 31, 1997 (Audited)
<S>	<C>	<C>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 14,648	$ 14,161
Compensation and benefits	14,133	8,915
Claims and insurance accruals	11,314	9,275
Other accrued liabilities	3,159	1,587
Income taxes payable	44	-
Current maturities of long-term debt	8,326	5,146
	------------	------------
Total current liabilities	51,624	39,084
Long-term debt	68,095	42,155
Other non-current liabilities	9,376	7,704
Deferred income taxes	19,341	16,617
	------------	------------
Total long-term liabilities	96,812	66,476

Stockholders' equity:		
Common stock - $.10 par value, 25,000,000 shares authorized, 8,312,196 and 8,310,596 shares outstanding, respectively	831	831
Capital in excess of par value	23,906	23,891
Retained earnings	69,669	60,779
Total stockholders' equity	94,406	85,501
Commitments and contingencies	-	-
Total liabilities and stockholders' equity	$ 242,842	$191,061

</TABLE>

The accompanying notes are an integral part of these financial statements.

OLD DOMINION FREIGHT LINE, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS

<TABLE>
<CAPTION>

(In thousands)	Nine Months Ended Sept. 30, 1998 (Unaudited)	1997 (Unaudited)
<S>	<C>	<C>
Cash flows from operating activities:		
Net income	$ 8,889	$ 7,905
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	15,551	12,513
Deferred income taxes	2,724	3,364
Net effect of restricted stock distribution	-	511
Loss (Gain) on sale of property and equipment	3	(227)
Changes in assets and liabilities:		
Customer and other receivables, net	(4,662)	(7,874)
Tires on equipment	(244)	(190)
Prepaid expenses and other assets	2,452	2,127
Accounts payable	487	(2,229)
Compensation, benefits and other accrued liabilities	6,140	4,454
Claims and insurance accruals	1,839	718
Income taxes payable	44	-
Other liabilities	1,672	1,037
Net cash provided by operating activities	34,895	22,109
Cash flows from investing activities:		
Acquisition of business assets, net	(19,299)	-
Purchase of property and equipment	(38,871)	(31,127)
Proceeds from sale of property and equipment	1,224	1,540
Net cash used in investing activities	(56,946)	(29,587)

Cash flows from financing activities:		
Proceeds from issuance of long-term debt	20,990	9,000
Principal payments under debt and capital lease agreements	(3,485)	(3,746)
Net proceeds from line of credit	4,600	1,665
Proceeds from conversion of stock options	16	4
Net cash provided by financing activities	22,121	6,923
Increase (Decrease) in cash and cash equivalents	70	(555)
Cash and cash equivalents at beginning of period	674	1,353
Cash and cash equivalents at end of period	$ 744	$ 798

</TABLE>

The accompanying notes are an integral part of these financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

BASIS OF PRESENTATION

The consolidated financial statements are unaudited and reflect all adjustments (consisting only of normal recurring adjustments) which are, in the opinion of management, necessary for a fair presentation of the financial position and operating results for the interim periods. The consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto contained in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 1997. The results of operations for the quarter ended September 30, 1998, are not necessarily indicative of the results for the entire fiscal year ending December 31, 1998.

There have been no significant changes in the accounting policies of the Company, or significant changes in the Company's commitments and contingencies as previously described in the 1997 Annual Report to Shareholders and related annual report to the Securities and Exchange Commission on Form 10-K.

EARNINGS PER SHARE

Net income per share of common stock is based on the weighted average number of shares outstanding during each period. The Company's earnings per share ("EPS"), under Statement of Financial Accounting Standards ("SFAS") No. 128, Earnings Per Share, for both basic and diluted EPS was $.41 and $.40 for the quarters ended September 30, 1998 and 1997, respectively, and $1.07 and $.95 for the nine months ended September 30, 1998 and 1997, respectively.

SUBSEQUENT EVENTS

None

RECENT ACCOUNTING PRONOUNCEMENTS

In June, 1998, the Financial Accounting Standards Board ("FASB") issued Statement No. 133, Accounting for Derivative Instruments and Hedging Activities, which provides a comprehensive, consistent standard for the recognition and measurement of derivatives and hedging activities. The new statement requires all derivatives to be recorded on the balance sheet at fair value and establishes special accounting for hedges. The statement is required to be adopted by June 15, 1999 but early adoption is encouraged. The Company adopted Statement No. 133 in the third quarter of 1998 with no impact.

ACQUISITIONS

On January 27, 1998, Old Dominion Freight Line completed an agreement to purchase selected assets of Fredrickson Motor Express Corporation ("Fredrickson"), a Charlotte, North Carolina based common carrier which provided LTL trucking services, primarily in the southeastern United States.

On August 24, 1998, the Company completed an agreement to purchase selected assets, principally revenue equipment, of Goggin Truck Line Company, Inc. ("Goggin"), a regional less-than-truckload carrier based in Shelbyville, Tennessee. Goggin operated 44 service centers in 11 states, primarily in the Southeast. The Company currently operates eight of the previous Goggin Service Centers as new locations and has consolidated the remaining Goggin Service Centers into existing Company operations.

The purchase price for these acquisitions was $26,935,000, which was paid with existing cash, borrowings on the line of credit, and assumption of debt and capital lease obligations. Excess assets totaling $7,539,000, acquired as a result of the asset purchases, were subsequently sold or liquidated.

The pro forma impact of these acquisitions on the Company's financial results are not material; however, the Company believes the strategic value of these improvements to its intra-regional infrastructure will provide a basis for growth and additional density in its intra-regional markets.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Results of Operations for the Three Months and Nine Months Ended September 30, 1998, Compared to September 30, 1997

Expenses as a Percentage of Revenue from Operations

<TABLE>
<CAPTION>

	Three Months Ended September 30		Nine Months Ended September 30	
	1998	1997	1998	1997
<S>	<C>	<C>	<C>	<C>
Revenue from operations	100.0%	100.0%	100.0%	100.0%
Operating expenses:				
Salaries, wages and benefits	59.9	58.7	59.6	58.6
Purchased transportation	3.6	4.8	4.2	4.6
Operating supplies and expenses	7.7	8.8	8.2	9.3
Depreciation and amortization	5.8	5.0	5.5	5.1
Building and office equipment rents	1.9	1.9	1.9	2.1
Operating taxes and licenses	4.4	4.1	4.3	4.3
Insurance and claims	3.1	2.8	3.1	3.1
Communications and utilities	1.8	1.8	1.8	1.8
General supplies and expenses	4.0	3.6	4.1	3.7
Miscellaneous expenses	1.0	1.1	1.1	1.0
Total operating expenses	93.2	92.6	93.8	93.6
Operating income	6.8	7.4	6.2	6.4
Interest expense, net	1.2	1.1	1.1	1.1

Other expense, net	0.1	0.1	0.1	0.1
Income before income taxes	5.5	6.2	5.0	5.2
Provision for income taxes	2.1	2.4	1.9	2.0
Net income	3.4%	3.8%	3.1%	3.2%

</TABLE>

RESULTS OF OPERATIONS

Three Months Ended September 30, 1998, Compared to Three Months Ended September 30, 1997

Net revenue for the third quarter of 1998 was $99,266,000, an increase of 12.5%, compared to $88,275,000 for the same quarter of 1997. Less-than-truckload ("LTL") tonnage increased 12.7% during the quarter while total tonnage increased 14.2%. LTL and total shipments increased 7.5% and 7.6%, respectively, compared to the same quarter of 1997. The increase in tonnage is attributed to the continued focus on improving market share and density within existing markets and the addition of 15 service centers since the third quarter of 1997.

Average LTL revenue per shipment increased .5% to $116.89 in the current quarter compared to $116.32 for the same quarter of 1997. Average LTL revenue per hundredweight was $11.14 for the current quarter compared to $11.63 for the third quarter of 1997, a decrease of 4.2%. The decrease in LTL revenue per hundredweight was offset by a 4.6% increase in LTL weight per shipment to 1,049 lbs. from 1,000 lbs. The average weight per shipment for the third quarter of 1997 was somewhat lower due to additional small shipments received by the Company during the sixteen day Teamsters strike against United Parcel Service in August of 1997. Generally, revenue per hundredweight has an inverse relationship to weight per shipment; therefore, an increase in the weight per shipment will usually cause a reduction in revenue per hundredweight. The Company believes that the 4.6% increase in weight per shipment contributed to the decline in revenue per hundredweight for the quarter.

The average length of haul decreased to 848 miles from 872 in the comparable period of 1997. This decrease is attributed to a year to date 19.8% growth in the Company's regional, or next day delivery, markets compared to an overall revenue growth of 12.5%. Some of this short-haul regional growth resulted from the Company's acquisition of selected assets of Fredrickson Motor Express and Goggin Truck Line in January and August 1998, respectively. This regional growth has occurred primarily in the North and Southeast regions of the country.

The operating ratio, defined as operating expenses as a percentage of net revenue, was 93.2% for the third quarter of 1998 compared to 92.6% for the same quarter of 1997. The increase in operating ratio was due primarily to increases in salaries, wages and benefits and depreciation and amortization, which combined were 2.0 operating points higher than the comparable quarter of 1997. In addition, operating taxes and licenses, insurance and claims and general supplies and expenses increased to 11.5% of revenue compared 10.5% for the same period the previous year.

Salaries, wages and benefits increased to 59.9% of revenue from 58.7% for the previous quarter of 1997. The expansion of the service center network allowed the Company to deliver more shipments directly with Company personnel and equipment, which increased wages and depreciation expense, while decreasing reliance on the use of outside purchased transportation. In addition, 36 new sales personnel were added as a result of the acquisitions when compared to the third quarter of 1997. The increased sales force is expected to generate additional revenue in strategic lanes as the year progresses, which is consistent with the Company's focus on increasing market share in existing lanes.

Depreciation and amortization increased to 5.8% of revenue from 5.0% for the same quarter of 1997. The increase in depreciation was due primarily to increased capital expenditures for expansion of existing service centers, purchases of new service centers which were previously leased, investments and upgrades to the Company's information systems and the acquisition of selected assets of Fredrickson and Goggin.

Combined, operating taxes and licenses, insurance and claims and general supplies and expenses increased to 11.5% of revenue from 10.5% for the comparable period of 1997. These increases are attributed to administrative costs associated with the addition of new sales personnel in 1998, improvements in the Company's infrastructure, increased vehicle license and registration fees, and property taxes attributed to the recent acquisition of selected assets of Goggin Truck Line.

The Company experienced decreases in purchased transportation, operating supplies and expenses and miscellaneous expenses to 12.3% of revenue in the third quarter of 1998 from 14.7% for the same quarter last year. The decrease in purchased transportation was the result of higher use of Company personnel and equipment for pickup and delivery operations previously performed by cartage agents. Operating supplies and expenses decreased to 7.7% of revenue from 8.8%, primarily due to a 13.1% decrease in fuel prices from the third quarter 1997.

Net interest expense was 1.2% of revenue compared with 1.1% for the third quarter of 1997 due to an increase in average outstanding debt. Net income was $3,422,000 for the quarter, an increase of 2.1% over $3,353,000 for the same quarter of the previous year. The effective tax rate was 38.0% and 38.5% for the third quarters of 1998 and 1997, respectively.

Nine Months Ended September 30, 1998, Compared to Nine Months Ended September 30, 1997

Net revenue for the nine months ended September 30, 1998, was $283,600,000, an increase of 15.1%, compared to $246,356,000 for the same period of 1997. LTL tonnage increased 13.9% during the same comparable periods. These increases reflect the Company's focus in 1998 to improve the yield of the revenue base and increase market share in existing areas of operations.

Average LTL revenue per shipment decreased 1.0% to $118.08 during current the nine-month period compared to $119.22 for the same period of 1997. This decrease was caused by a reduction in LTL revenue per hundredweight and a decrease in the Company's average length of haul. Average LTL revenue per hundredweight decreased 1.6% to $11.20 compared to $11.38. Revenue per hundredweight generally has an inverse relationship to LTL weight per shipment, which increased .6% to 1,055 lbs. from 1,048 lbs. through the third quarter of 1997. Average length of haul decreased to 851 miles from 864 in the comparable period of 1997. This decrease is attributed to the regional short-haul characteristics of the additional freight contributed by the Fredrickson and the Goggin asset purchases in January and August 1998, respectively. Year to date, the shorter haul regional business has increased 19.8% compared to 15.1% for the overall Company. Most of this intra-regional growth has occurred in the North and Southeast regions.

The operating ratio was 93.8% for the nine months ended September 30, 1998, compared to 93.6% for the same period of 1997. The slight increase in operating ratio was primarily due to increases in salaries, wages and benefits, depreciation and amortization and general supplies and expenses. Combined, these expenses increased to 69.2% of revenue from 67.4% in the same period of 1997.

Salaries, wages and benefits increased to 59.6% of revenue as compared to 58.6% for the same period of 1997. This increase reflects the start up costs and the Company's commitment to provide superior service in the new markets created through the expansion into upstate New York, and the Fredrickson and Goggin asset purchases. The increase in depreciation was due primarily to increased capital expenditures for expansion of existing service centers, purchases of new service centers which were previously leased, investments and upgrades to the Company's information systems and the Fredrickson and Goggin asset purchases. The increase in general supplies and expenses is attributed to the start up and administrative costs related to the upstate New York expansion as well as the

Fredrickson and Goggin asset purchases.

These increases were offset by decreases in purchased transportation, operating supplies and expenses and building and office equipment rents. The decrease in purchased transportation was the result of the Company continuing to replace cartage agents with Company equipment and personnel. The decrease in operating supplies and expenses was due primarily to a 14.3% reduction in the average price per gallon of fuel combined with a slight increase in fuel efficiency for the first nine months of 1998. Building and office equipment rents decreased to 1.9% of revenue from 2.1% for the same period of 1997 as a result of the Company's purchase of service centers that were previously leased.

Interest expense was 1.1% of revenue for the nine months ended September 30, 1998 and 1997. Net income was $8,889,000 for the nine-month period, an increase of 12.4%, compared to $7,905,000 for the

previous year. The effective tax rate was 38.0% for the current period compared to 38.5% for the same period last year.

LIQUIDITY AND CAPITAL RESOURCES
- -------------------------------

Expansion in both the size and number of service center facilities, as well as the routine tractor and trailer turnover cycle, have required continued investment in property and equipment. The Company anticipates capital expenditures of between $55,000,000 and $60,000,000 for the year ending December 31, 1998. This investment will be financed principally by internally generated cash flows, supplemented with borrowings. Capital expenditures were approximately $23,786,000 and $53,068,000 during the quarter and nine months ended September 30, 1998, respectively. Capital expenditures through the third quarter of 1998 included approximately $14,197,000 as a result of the Fredrickson and Goggin asset purchases. Long-term debt, including current maturities, increased $29,120,000 to $76,421,000 at September 30, 1998, from $47,301,000 at December 31, 1998.

The Company generally meets its working capital needs with cash generated from operations, supplemented by credit lines. Working capital requirements are generally higher during the first and fourth quarters because of seasonal declines in revenue and annual payments of property taxes, equipment tags and licenses. The Company currently maintains a $32,500,000 uncollateralized committed credit agreement that provides a $17,500,000 line of credit and a $15,000,000 letter of credit facility. Interest on the line of credit is charged at rates that can vary based upon a certain financial performance ratio and the stated period of time borrowings are outstanding. The applicable interest rate is based upon LIBOR plus .75% for periods of 30-180 days and prime minus 1% for periods less than 30 days. A fee of .25% is charged on the unused portion of the $32,500,000 line of credit and letter of credit facility, and a fee of .75% is charged on the outstanding letters of credit. At September 30, 1998, there was $11,330,000 outstanding on the line of credit and $7,891,000 outstanding on the letter of credit facility, which is required for self-insured retention reserves for bodily injury, property damage and workers' compensation insurance. The Company believes that it has sufficient credit lines and capacity to meet seasonal and long-term financing needs.

On February 27, 1998, the Company entered into a $20,000,000 private placement of debt through a Note Purchase Agreement. The debt consists of $10,000,000 of Senior Notes maturing in seven years bearing an interest rate of 6.35% and $10,000,000 of Senior Notes maturing in ten years bearing an interest rate of 6.59%. The 2005 note provides for semi-annual interest payments with increasing annual principal payments beginning February 25, 2000. The 2008 note provides for semi-annual interest payments with increasing annual principal payments beginning February 25, 2001. The proceeds from this private debt agreement were used to replace the outstanding borrowings on the line of credit facility with long term, fixed rate obligations with the excess proceeds used to finance 1998 planned capital expenditures for service center facilities and revenue equipment.

IMPACT OF THE YEAR 2000

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Some of the Company's internally generated software, third party software, information technology ("IT") systems and non-IT systems were written or designed using two digits rather than four to define the applicable year. As a result, that software or system is likely to interpret a date using "00" as the year 1900 rather than the year 2000. This could possibly cause a system failure or miscalculations causing disruptions of operations, including, among other things, a temporary inability to process transactions, send invoices, or engage in normal business activities.

The Company has completed an assessment of its software to ensure that its computer systems will function properly with respect to dates in the year 2000 and thereafter. As of this filing date, the Company has successfully completed modifications to all internally generated software and is currently utilizing the modified software in production. The total cost to complete this phase of the year 2000 project was approximately $500,000. All third party software requiring modification has been identified and those modifications have been completed and tested.

During the third quarter of 1998, the Company completed modifications to its IT hardware for year 2000 compliance at a cost of approximately $100,000.

Old Dominion is currently performing an evaluation of its non-IT systems, such as telephone switches and security systems, to identify systems that require modification. The cost of these modifications or upgrades, if any, is expected to be less than $50,000. This evaluation and subsequent compliance plan is approximately 25% complete and should be finalized by year-end 1998.

The Company is currently 25% complete in its evaluation of its major customers and suppliers to determine if they have taken adequate measures to ensure that necessary modifications are made to their software and hardware prior to the year 2000. In addition, the Company is actively assisting customers in achieving year 2000 compliance in their electronic data interchange applications that are used to communicate with the Company in their normal course of business. The process of monitoring customers and suppliers for year 2000 compliance may well extend until 2000; however, the Company plans to take appropriate actions, such as utilizing alternative suppliers of critical supplies, to minimize any negative impact from noncompliance by third parties. In addition, the Company's existing systems could be used to provide customers with freight tracing and documentation requirements if their systems fail. While the Company is not dependent on any one customer or supplier, failure to make necessary year 2000 modifications by any large groups of customers or suppliers could result in a material adverse impact on the Company.

In order to avoid problems that could arise in the year 2000, all modifications to internally generated software were simulated in a year 2000 test environment and subjected to comprehensive quality standards prior to being placed into production. Similar IT hardware testing, to the extent possible, has been performed. The Company does, however, plan to have its internal IT staff and external IT support resources available in early 2000 to address any software or hardware failures that might arise.

The cost of the project and the date on which the Company believes it will complete the year 2000 modifications are based on management's best estimates, which were derived utilizing numerous assumptions of future events, including the continued availability of certain resources and other factors. However, there can be no guarantee that these estimates will be achieved and actual results could differ materially from those anticipated. Specific factors that might cause such material differences include, but are not limited to, the availability and cost of personnel trained in this area, the ability to locate and correct all relevant computer code, the ability of the Company's customers and suppliers to address their year 2000 compliance problems and similar uncertainties.

INFLATION
- ---------

Most of the Company's expenses are affected by inflation, which will generally

result in increased costs. During the second quarter and for the nine months
ended September 30, 1998, the effect of inflation on the Company's results of
operations was minimal.

SEASONALITY
- -----------

The Company's operations are subject to seasonal trends common in the motor carrier industry. Operating results in the first and fourth quarters are normally lower due to reduced shipments during the winter months. Harsh winter weather can also adversely impact the Company's performance by reducing demand and increasing operating expenses. The second and third quarters are stronger due to increased demand for services during the spring and summer months.

ENVIRONMENTAL
- -------------

The Company is subject to federal, state and local environmental laws and regulations, particularly relative to underground storage tanks ("UST's"). The Company believes it is in compliance with applicable environmental laws and regulations, including those relating to UST's, and does not believe that the cost

of future compliance will have a material adverse effect on the Company's operations or financial condition.

FORWARD-LOOKING INFORMATION
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Forward-looking statements relating to future events or the future financial performance of the Company appear in the preceding Management's Discussion and Analysis of Financial Condition and Results of Operations and in other written and oral statements made by or on behalf of the Company, including without limitation, statements relating to the Company's goals, strategies, expectations, competitive environment, regulation and availability of resources. Such forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Investors are cautioned that such forward-looking statements involve risks and uncertainties that could cause actual events and results to be materially different from those expressed or implied herein, including, but not limited to, the following: (1) changes in the Company's goals, strategies and expectations, which are subject to change at any time at the discretion of the Company; (2) the Company's ability to maintain a nonunion, qualified work force; (3) the competitive environment with respect to industry capacity and pricing; (4) the availability and cost of fuel, additional revenue equipment, service centers and other significant resources; (5) the impact of regulatory bodies; (6) various economic factors such as insurance costs, liability claims, interest rate fluctuations, the availability of qualified drivers or owner-operators, fluctuations in the resale value of revenue equipment, increases in fuel or energy taxes, economic recessions and downturns in customers' business cycles and shipping requirements; (7) the Company's inability to raise capital or borrow funds on satisfactory terms, which could limit growth and require the Company to operate its revenue equipment for longer periods of time; (8) the availability and cost of personnel trained in the year 2000 compliance problem, the Company's ability to locate and correct relevant IT and non-IT problems and the ability of the Company's customers and suppliers to address their year 2000 compliance problems; and (9) other risks and uncertainties indicated from time to time in the Company's filings with the Securities and Exchange Commission.

PART II. OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K

a) Exhibits:

Exhibit No.	Description
27	Financial Data Schedule

b) Reports on Form 8-K: The Company filed one report on Form 8-K during the quarter ended September 30, 1998, as follows:

Date of Report	Item
September 4, 1998	Item 5. Other Information

SIGNATURES
- ----------

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

OLD DOMINION FREIGHT LINE, INC.

<TABLE>
<CAPTION>
<S> <C>

DATE: November 9, 1998 J. WES FRYE

---------------------------- ------------------------------------

J. Wes Frye
Sr. V.P. - Finance and Chief Financial Officer
(Principal Financial Officer)

DATE: November 9, 1998 JOHN P. BOOKER III

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John P. Booker III
V.P. - Controller (Principal Accounting Officer)

</TABLE>

<TABLE> <S> <C>

<ARTICLE> 5

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<PERIOD-START>	JAN-01-1998	APR-01-1998	JUL-01-1998
<PERIOD-END>	MAR-31-1998	JUN-30-1998	SEP-30-1998
<CASH>	8,885	5,407	744
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<RECEIVABLES>	51,819	51,969	56,427
<ALLOWANCES>	(4,882)	(5,112)	(5,628)
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<CURRENT-ASSETS>	68,942	66,599	68,628
<PP&E>	222,840	235,145	255,921
<DEPRECIATION>	(87,563)	(91,417)	(94,801)
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<CURRENT-LIABILITIES>	43,577	44,795	51,624
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<SALES>	88,694	95,640	99,266
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<INTEREST-EXPENSE>	913	960	1,129
<INCOME-PRETAX>	3,085	5,733	5,519
<INCOME-TAX>	1,172	2,179	2,097
<INCOME-CONTINUING>	1,913	3,554	3,422
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