SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G (Rule 13d-102)

Information To Be Included In Statements Filed Pursuant To § 240.13d-1(b), (c) And (d) And Amendments Thereto Filed Pursuant To § 240.13d-2 (Amendment No. 22)*

OLD DOMINION FREIGHT LINE, INC.

(Name of Issuer)

Common Stock (par value \$0.10 per share) (Title of Class of Securities)

> 679580100 (CUSIP Number)

December 31, 2016 (Date of Event Which Requires Filing of This Statement)

Check the appropriate box to designate the rule pursuant to which this schedule is filed:

 \Box Rule 13d-1(b)

 \Box Rule 13d-1(c)

 \boxtimes Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.		-	F REPORTING PERSON			
	I.R.S.	IDE	ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)			
	Dovi	46	Congdon			
2.		David S. Congdon CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2.	(a)		(b) \square			
	(u) L	-				
3.	SEC	USE	ONLY			
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION			
	USA					
		5.	SOLE VOTING POWER			
NUMBE	R OF		2,009,087 (See Item 4)			
SHAR	-	6.	SHARED VOTING POWER			
BENEFICI			$2.772.000$ (C $\sim 1 + \infty 4$)			
OWNED		_	2,772,089 (See Item 4)			
EACI REPORT		7.	SOLE DISPOSITIVE POWER			
PERSC			2,009,087 (See Item 4)			
WITH	ł:	8.	SHARED DISPOSITIVE POWER			
		0.	SHARED DISI USHIVE I OWER			
			2,772,089 (See Item 4)			
9.	AGG	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	4,78					
10.	CHE	CK I	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \Box			
11.	PERC	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	5.00/					
	5.8%					
12.	TYPE	EOF	REPORTING PERSON			
		las	Itam (1)			
	IIN (2	see	Item 4)			

Page 2 of 36 pages

1.			F REPORTING PERSON	
	I.R.S.	IDE	ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
	Б.	10		
			. Congdon Revocable Trust, dated December 3, 1991	
2.	_		THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a) □]	(b) 🖾	
3.	SECT	UCE	ONLY	
5.	SEC	USE	ONET	
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION	
т.	CITIZ		Shir OKTEACE OF OKGANIZATION	
	Nort	h Ca	arolina	
	11010	5.		
			643,161 (See Item 4)	
NUMBER		6.		
SHARI BENEFICL				
OWNED			-0- (See Item 4)	
EACH		7.	SOLE DISPOSITIVE POWER	
REPORT				
PERSO WITH			643,161 (See Item 4)	
WIIII		8.	SHARED DISPOSITIVE POWER	
			-0- (See Item 4)	
9.	AGG	REG	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	643,			
10.	CHEO	CK I	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \Box	
11.	PERC	EN'	T OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	0.00/			
12	0.8%			
12.	IYPE	2 OF	REPORTING PERSON	
		500	e Item 4)	
	00(acc		

Page 3 of 36 pages

1.			F REPORTING PERSON ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
			Congdon Irrevocable Trust #1, dated December 1, 1992
2.			THE APPROPRIATE BOX IF A MEMBER OF A GROUP
	(a) □		(b) 🗵
3.	SEC	USE	ONLY
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION
	Nort	h Ca	arolina
		5.	
NUMBEI	P OF		-0- (See Item 4)
SHAR	-	6.	SHARED VOTING POWER
BENEFICI			(20.77)(0.5.1)
OWNED EACH		7.	629,776 (See Item 4) SOLE DISPOSITIVE POWER
REPORT		/.	SOLE DISPOSITIVE FOWER
PERSC			-0- (See Item 4)
WITH	ł:	8.	SHARED DISPOSITIVE POWER
			629,776 (See Item 4)
9.	AGG	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	629,	776	
10.			F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 🛛
101	CILL		
11.	PERC	CEN	Γ OF CLASS REPRESENTED BY AMOUNT IN ROW 9
	0.8%	,)	
12.		-	REPORTING PERSON
		(Sec.	Itom (1)
	00(See	Item 4)

Page 4 of 36 pages

r	-	
1.		F REPORTING PERSON NTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
	Irrevocat	ble Trust, dated December 18, 1998, fbo Marilyn Congdon
2.		HE APPROPRIATE BOX IF A MEMBER OF A GROUP
	(a) 🗆	(b) 🗵
3.	SEC USE	ONLY
	520 052	
4.	CITIZENS	SHIP OR PLACE OF ORGANIZATION
	North Ca	urolina
	5.	SOLE VOTING POWER
NUMBER	R OF	92,409 (See Item 4)
SHARI	6	SHARED VOTING POWER
BENEFICI		-0- (See Item 4)
OWNED EACH		SOLE DISPOSITIVE POWER
REPORT	ING	SOLE DISPOSITIVE FOWER
PERSC		92,409 (See Item 4)
WITH	.: 8.	SHARED DISPOSITIVE POWER
		-0- (See Item 4)
9.	AGGREG	-0- (See here 4) ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2.	MOULLO	MERIOONI BENEFICINEET OWNED DI ENCILICITALI ONING LENSON
	92,409	
10.	CHECK II	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \Box
11.	PERCENT	F OF CLASS REPRESENTED BY AMOUNT IN ROW 9
	0.1%	
12.	TYPE OF	REPORTING PERSON
	OO (See	Item (1)
	00 (366	

Page 5 of 36 pages

	-			
1.			F REPORTING PERSON INTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
	Irrevo	cat	ble Trust, dated December 18, 1998, fbo Kathryn Congdon	
2.	CHEC	ΚT	HE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a) 🗆		(b) 🗵	
3.	SEC U	SE	ONLY	
4.	CITIZI	ENS	SHIP OR PLACE OF ORGANIZATION	
	North	Ca	rolina	
	1	5.	SOLE VOTING POWER	
NUMBE	ROF		92,410 (See Item 4)	
SHAR	-	6.	SHARED VOTING POWER	
BENEFICI			0 (See Herry 4)	
OWNED EACH		7.	-0- (See Item 4) SOLE DISPOSITIVE POWER	
REPORT		7.	SOLE DISPOSITIVE POWER	
PERSC	ON		92,410 (See Item 4)	
WITH	ł:	8.	SHARED DISPOSITIVE POWER	
			-0- (See Item 4)	
9.	AGGR	EG.	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
		~		
10	92,41			
10.	CHEC	K II	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \Box	
11.	PERCI	ENT	Γ OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	0.1%			
12.	TYPE	OF	REPORTING PERSON	
	00 (S	See	Item 4)	
	(,-		/	

Page 6 of 36 pages

1.	NAME OF REPORTING PERSON			
	I.R.S. I	DENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
	Tunners	able Treast dated December 19, 1009, the Ashler Coundary		
2		cable Trust, dated December 18, 1998, fbo Ashlyn Congdon		
2.	$(a) \square$	(b) ⊠		
	(a) 🗆			
3.	SEC US	E ONLY		
4.	CITIZE	NSHIP OR PLACE OF ORGANIZATION		
	North	Carolina		
		5. SOLE VOTING POWER		
NUMBEI	ROF	92,410 (See Item 4)		
SHAR	-	6. SHARED VOTING POWER		
BENEFICI				
OWNED		-0- (See Item 4)		
EACI REPORT		7. SOLE DISPOSITIVE POWER		
PERSC		92,410 (See Item 4)		
WITH	-1:	92,410 (See Rein 4) 8. SHARED DISPOSITIVE POWER		
		S. SHARED DISPOSITIVE POWER		
		-0- (See Item 4)		
9.	AGGRI	EGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	92,410			
10.	CHECK	TIF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \Box		
11.	PERCE	NT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.1%			
12.	TYPE C	OF REPORTING PERSON		
	00.0	ee Item 4)		
	00(5			

Page 7 of 36 pages

1.			F REPORTING PERSON ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
	Ashl	Ashlyn Lane Congdon Revocable Intervivos Trust, dated December 7, 2010			
2.	CHEO	CK T	THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) □]	(b) 🗵		
3.	SEC	USE	ONLY		
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION		
	Nort	h Ca	arolina		
		5.	SOLE VOTING POWER		
NUMBE	R OF		-0- (See Item 4)		
SHAR	-	6.	SHARED VOTING POWER		
BENEFICI			1(0,002) (See Here 4)		
OWNED EAC		7	160,993 (See Item 4) SOLE DISPOSITIVE POWER		
REPORT		7.	SOLE DISPOSITIVE POWER		
PERSO	ON		-0- (See Item 4)		
WITH	4:	8.	SHARED DISPOSITIVE POWER		
			160,993 (See Item 4)		
9.	AGG	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	160,9				
10.	CHE	JK I	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \Box		
11.	PERC	CEN	T OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.2%)			
12.	TYPE	E OF	REPORTING PERSON		
	00 (See	Item 4)		

Page 8 of 36 pages

1.			F REPORTING PERSON ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
	1.K.S.	IDE	ENTIFICATION NO. OF ADOVE PERSONS (ENTIFIES ONE I)	
	Kath	ryn	Congdon Harrell Grantor Retained Annuity Trust 2015	
2.			THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a) □]	(b) 🗵	
3.	SECT	IICE	ONLY	
5.	SEC	USE	UNE I	
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION	
	Nort		arolina	
		5.	SOLE VOTING POWER	
			-0- (See Item 4)	
NUMBE	-	6.	SHARED VOTING POWER	
SHAR BENEFICI				
OWNED) BY		41,411 (See Item 4)	
EAC REPORT		7.	SOLE DISPOSITIVE POWER	
PERSO			-0- (See Item 4)	
WITH	H:	8.	SHARED DISPOSITIVE POWER	
			41,411 (See Item 4)	
9.	AGG	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	41,4	11		
10.			F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 🛛	
		-		
11.	PERC	ERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.10/			
12.	0.1%		REPORTING PERSON	
12.		2.01		
	00 (See	Item 4)	
1				

Page 9 of 36 pages

	1					
1.			F REPORTING PERSON NTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)			
	1.1(.5.	IDL	ATTITIES ON THE ATTITIES ONE (EATTITIES ONE I)			
	Kath	ryn	Congdon Harrell Grantor Retained Annuity Trust 2016			
2.		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
	(a) □	J	(b) 🗵			
3.	SEC U	JSE	ONLY			
4.	CITIZ	ZENS	SHIP OR PLACE OF ORGANIZATION			
	Nort	$h C_{2}$	rolina			
	INOIT	5.	SOLE VOTING POWER			
NUMBE	R OF		-0- (See Item 4)			
SHAR	-	6.	SHARED VOTING POWER			
BENEFICI OWNED			100,000 (See Item 4)			
EAC		7.	SOLE DISPOSITIVE POWER			
REPORT PERSO						
WITH			-0- (See Item 4)			
		8.	SHARED DISPOSITIVE POWER			
			100,000 (See Item 4)			
9.	AGG	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
10	100,0					
10.	CHE	_K []	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \Box			
11.	11. PERC		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9			
10	0.1%					
12.	TYPE	OF	REPORTING PERSON			
	00 (See	Item 4)			
1		-	,			

Page 10 of 36 pages

	-				
1.			F REPORTING PERSON		
	I.K.S.	IDE	ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
	Mari	lvn	Congdon Nowell Grantor Retained Annuity Trust 2015		
2.		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
	(a) 🗆]	(b) 🗵		
3.	SEC	USE	ONLY		
4.	CITE	ZEN	SHIP OR PLACE OF ORGANIZATION		
	Nort	h Ca	arolina		
		5.	SOLE VOTING POWER		
NUMBE	R OF	_	-0- (See Item 4)		
SHAR		6.	SHARED VOTING POWER		
BENEFICI OWNED			41,411 (See Item 4)		
EACI		7.	SOLE DISPOSITIVE POWER		
REPORT					
PERSO WITH			-0- (See Item 4)		
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	1.	8.	SHARED DISPOSITIVE POWER		
			41.411 (See Item 4)		
9.	AGG	PEG	41,411 (See Item 4) ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
).	AUU	NEC.	ATE ANOTH DEALE IORALE I OWINED DI LACITALI OKTING I EKSON		
	41,4	11			
10.	CHE	CK I	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \Box		
11.	PERC	CEN	Γ OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.1%				
12.			REPORTING PERSON		
	00 (See	Item 4)		

Page 11 of 36 pages

1.			F REPORTING PERSON ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
	1.K.S.	IDE	$\frac{1}{1}$	
	Mari	lyn	Congdon Nowell Grantor Retained Annuity Trust 2016	
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
	(a) □]	(b) 🗵	
3.	SEC	ISF	ONLY	
5.	5LC V	JOL		
4.	CITIZ	ZENS	SHIP OR PLACE OF ORGANIZATION	
			1.	
	Nort	n Ca	arolina SOLE VOTING POWER	
		5.	SOLE VOTING FOWER	
			-0- (See Item 4)	
NUMBEI SHARI	-	6.	SHARED VOTING POWER	
BENEFICI	ALLY		100,000,(0, -1,, 4)	
OWNED EACH		7.	100,000 (See Item 4) SOLE DISPOSITIVE POWER	
REPORT		7.	SOLE DISPOSITIVE FOWER	
PERSC WITH			-0- (See Item 4)	
WIIH	1:	8.	SHARED DISPOSITIVE POWER	
			100,000,(0, -1,, 4)	
9.	AGG	REG	100,000 (See Item 4) ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
).	AUU	KLU	ATE AMOUNT DENERGERET OWNED DT EACH REFORTING LERSON	
	100,0	000		
10.	CHEC	CK I	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \Box	
11.	DEDC	TENT	T OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
11.	FERC	/L'IN .	t of CLASS RELAESENTED DT AMOUNT IN KOW 7	
	0.1%)		
12.	TYPE	E OF	REPORTING PERSON	
		Sac	Itom ()	
	00(see	Item 4)	

Page 12 of 36 pages

1. NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 1998 Earl E. Congdon Family Trust 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) ⊠	
1998 Earl E. Congdon Family Trust 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
(a) \Box (b) \boxtimes	
3. SEC USE ONLY	
4. CITIZENSHIP OR PLACE OF ORGANIZATION	
Virginia	
5. SOLE VOTING POWER	
-0- (See Item 4)	
NUMBER OF SHARES 6. SHARED VOTING POWER	
SHARES OF SHIRLED VOTING FOWER	
OWNED BY 316,405 (See Item 4)	
EACH 7. SOLE DISPOSITIVE POWER	
REPORTING	
PERSON -0- (See Item 4)	
WITH: 8. SHARED DISPOSITIVE POWER	
316,405 (See Item 4)	
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
316,405	
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
11. I EKCENT OF CLASS KEI KESENTED DI AMOUNT IN KOW 7	
0.4%	
12. TYPE OF REPORTING PERSON	
12. I I I E OF KEPOK HING PEKSON	
OO(Sas Itam 4)	
OO (See Item 4)	

Page 13 of 36 pages

	-				
1.			F REPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Earl and Kathryn Congdon Family Irrevocable Trust - 2011				
2.			THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) \Box (b) \boxtimes				
3.	SECT	LICE	ONLY		
5.	SEC	USE	UNL I		
4.	CITI	ZENI	SHIP OR PLACE OF ORGANIZATION		
4.	CIIIZ		Shir OKTEACE OF OKOANIZATION		
	Flori	da			
	11011	5.	SOLE VOTING POWER		
		5.			
			-0- (See Item 4)		
NUMBER		6.	SHARED VOTING POWER		
SHARI BENEFICI					
OWNED			318,357 (See Item 4)		
EACH		7.			
REPORT					
PERSC			-0- (See Item 4)		
WITH	1:	8.	SHARED DISPOSITIVE POWER		
			318,357 (See Item 4)		
9.	AGG	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	318,3				
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.4%				
12.	TYPE	E OF	REPORTING PERSON		
	OO (See Item 4)				
	00(See			

Page 14 of 36 pages

	-				
1.			F REPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Helen S. Congdon Revocable Inter Vivos Trust, dated April 24, 2012				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2.	(a)		(b) \boxtimes		
3.	SEC	USE	ONLY		
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION		
	Nort	hC	arolina		
	NOIL	5.			
		5.	SOLE VOTINGTOWER		
			-0- (See Item 4)		
NUMBE SHAR	-	6.			
BENEFICI					
OWNED	O BY		89,384 (See Item 4)		
EACI REPORT		7.	SOLE DISPOSITIVE POWER		
PERSC			0 (Ω = 1 = 1)		
WITH		8.	-0- (See Item 4) SHARED DISPOSITIVE POWER		
		٥.	SHARED DISPOSITIVE POWER		
			89,384 (See Item 4)		
9.	AGG	REG	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	89,3				
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.1%				
12.	0.1% TYPE OF REPORTING PERSON				
12.		2.01			
	OO (See Item 4)				
L	1 '				

Page 15 of 36 pages

	-				
1.			F REPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Sany Family Trust dated Nevember 21, 2012				
	Seay Family Trust, dated November 21, 2012 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2.	(a)		(b) \boxtimes		
	(a) L	1			
3.	SEC	USE	ONLY		
	520	0.02			
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION		
	Nort	h Ca	arolina		
		5.	SOLE VOTING POWER		
NUMBE	D OE		-0- (See Item 4)		
SHAR	-	6.	SHARED VOTING POWER		
BENEFIC					
OWNEI			29,125 (See Item 4)		
EAC REPORT		7.	SOLE DISPOSITIVE POWER		
PERSO					
WITH			-0- (See Item 4)		
		8.	SHARED DISPOSITIVE POWER		
			29,125 (See Item 4)		
9.	ACC		GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9.	AUU	KĽU	TATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	29,125				
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.0%				
12.	TYPI	E OF	F REPORTING PERSON		
	OO (See Item 4)				

Page 16 of 36 pages

1.	NAME OF REPORTING PERSON				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	David S. Congdon Grantor Retained Annuity Trust 2015				
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2.	(a) □		(b) \boxtimes		
	()				
3.	SEC U	JSE	ONLY		
4.	CITIZ	ENS	SHIP OR PLACE OF ORGANIZATION		
	NT (1	C	1.		
	North		rolina SOLE VOTING POWER		
		5.	SOLE VOTING POWER		
			82,271 (See Item 4)		
NUMBE	-	6.	SHARED VOTING POWER		
SHAR BENEFICI		0.			
OWNED			-0- (See Item 4)		
EACI	Н	7.	SOLE DISPOSITIVE POWER		
REPORT					
PERSC WITH			82,271 (See Item 4)		
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	1.	8.	SHARED DISPOSITIVE POWER		
	1001		-0- (See Item 4)		
9.	AGGI	KEG.	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	82,27	71			
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.1%				
12.	TYPE OF REPORTING PERSON				
	OO (See Item 4)				
	00(See	nem 4)		

Page 17 of 36 pages

1.			F REPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	David S. Congdon Grantor Retained Annuity Trust 2016				
2.			THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) □]	(b) 🗵		
3.	SEC	USE	ONLY		
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION		
	Nort	h Ca	arolina		
		5.	SOLE VOTING POWER		
			265,000 (See Item 4)		
NUMBEI SHARI	-	6.	SHARED VOTING POWER		
BENEFICI					
OWNED			-0- (See Item 4)		
EACH	H	7.			
REPORT					
PERSC			265,000 (See Item 4)		
WITH	1:	8.	SHARED DISPOSITIVE POWER		
			-0- (See Item 4)		
9.	AGG	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	265,000				
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	I ERCENT OF CERSSINEL RESERVED DT AWOUNT IN ROW 7				
	0.3%				
12.	TYPE OF REPORTING PERSON				
12.	1111	2.01			
	OO (See Item 4)				
	001	500	10111 1		

Page 18 of 36 pages

1.			F REPORTING PERSON ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
	Devid C. Consider Image ashle Treat #2, dated Nearember 19, 1000				
	David S. Congdon Irrevocable Trust #2, dated November 18, 1999				
2.			THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) □]	(b) 🖂		
3.	SEC	USE	ONLY		
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION		
	Nort	h Cr	arolina		
	NOIL				
		5.	SOLE VOTING POWER		
			0 (C_{res} Item 4)		
NUMBE	R OF		-0- (See Item 4)		
SHAR	ES	6.	SHARED VOTING POWER		
BENEFICI	ALLY				
OWNED			299,251 (See Item 4)		
EACI REPORT		7.	SOLE DISPOSITIVE POWER		
PERSC					
WITH			-0- (See Item 4)		
		8.	SHARED DISPOSITIVE POWER		
			299,251 (See Item 4)		
9.	AGG	REG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
5.	100				
	299,251				
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.4%				
12.	TYPI	E OF	REPORTING PERSON		
	OO (See Item 4)				

Page 19 of 36 pages

	1				
1.			F REPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992				
2.	Audrey L. Congdon Irrevocable 1 rust #1, dated December 1, 1992 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2.	(a)		(b) \square		
	(u)	-			
3.	SEC	USE	ONLY		
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION		
	Nort	h Ca	arolina		
		5.	SOLE VOTING POWER		
NUMBEI	R OF		385,781 (See Item 4)		
SHAR	-	6.	SHARED VOTING POWER		
BENEFICI					
OWNED		-0- (See Item 4)			
EACH REPORT		7.	SOLE DISPOSITIVE POWER		
PERSC			385,781 (See Item 4)		
WITH	I:	8.			
		0.	SHARED DISTOSTITVE FOWER		
			-0- (See Item 4)		
9.	AGG	REG	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	385,	781			
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.50				
	0.5%				
12.	TYPE	E OF	F REPORTING PERSON		
	OO (See Item 4)				
	000	200	, ICIII +)		

Page 20 of 36 pages

1.			F REPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004				
2.			THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) 🗆		(b) 🗵		
3.	SEC U	JSE	ONLY		
4.	CITIZ	ENS	SHIP OR PLACE OF ORGANIZATION		
	North	ı Ca	arolina		
		5.	SOLE VOTING POWER		
	0.5		294,813 (See Item 4)		
NUMBER SHARE	-	6.	SHARED VOTING POWER		
BENEFICIA					
OWNED			-0- (See Item 4)		
EACH	[7.			
REPORTI					
PERSO			294,813 (See Item 4)		
WITH:	:	8.	SHARED DISPOSITIVE POWER		
			-0- (See Item 4)		
9.	AGGE	2FG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1001	шU			
	294 8	13			
10.	294,813 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □				
10.	CHECK IF THE AGGREGATE AMOUNT IN KOW (9) EXCLUDES CERTAIN SHAKES \Box				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.4%				
12	0.4% TYPE OF REPORTING PERSON				
12.	IYPE	OF	KEPUK HINU PEKSUN		
	OO (See Item 4)				
	00()	366	110111 4)		

Page 21 of 36 pages

1.			F REPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Earl E. Congdon GRAT Remainder Trust				
2.			THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) □]	(b) 🗵		
3.	SEC U	USE	ONLY		
4.	CITIZ	ZEN	SHIP OR PLACE OF ORGANIZATION		
	Flori	da			
	-	5.	SOLE VOTING POWER		
			-0- (See Item 4)		
NUMBE	-	6.	SHARED VOTING POWER		
SHAR BENEFICI					
OWNED			645,976 (See Item 4)		
EACH		7.			
REPORT		<i>.</i> .			
PERSO	ON		-0- (See Item 4)		
WITH	H:	8.	SHARED DISPOSITIVE POWER		
		0.	SHARED DIST OSTITVE TO WER		
			645,976 (See Item 4)		
9.	ACCI		ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9.	AGG	KEU	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	615 (76			
10	645,976				
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11					
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
	0.8%				
12.	TYPE OF REPORTING PERSON				
	00 (See	Item 4)		

Page 22 of 36 pages

Item 1.

(a) Name of Issuer:

Old Dominion Freight Line, Inc.

(b) Address of Issuer's Principal Executive Offices:

500 Old Dominion Way Thomasville, NC 27360

Item 2.

- (a) Names of Persons Filing:
 - (i) David S. Congdon
 - (ii) David S. Congdon Revocable Trust, dated December 3, 1991
 - (iii) David S. Congdon Irrevocable Trust #1, dated December 1, 1992
 - (iv) Irrevocable Trust, dated December 18, 1998, fbo Marilyn Congdon
 - (v) Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon
 - (vi) Irrevocable Trust, dated December 18, 1998, fbo Ashlyn Congdon
 - (vii) Ashlyn Lane Congdon Revocable Intervivos Trust, dated December 7, 2010
 - (viii) Kathryn Congdon Harrell Grantor Retained Annuity Trust 2015
 - (ix) Kathryn Congdon Harrell Grantor Retained Annuity Trust 2016
 - (x) Marilyn Congdon Nowell Grantor Retained Annuity Trust 2015
 - (xi) Marilyn Congdon Nowell Grantor Retained Annuity Trust 2016
 - (xii) 1998 Earl E. Congdon Family Trust
 - (xiii) Earl and Kathryn Congdon Family Irrevocable Trust 2011
 - (xiv) Helen S. Congdon Revocable Inter Vivos Trust, dated April 24, 2012
 - (xv) Seay Family Trust, dated November 21, 2012
 - (xvi) David S. Congdon Grantor Retained Annuity Trust 2015
 - (xvii) David S. Congdon Grantor Retained Annuity Trust 2016
 - (xviii) David S. Congdon Irrevocable Trust #2, dated November 18, 1999
 - (xix) Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992
 - (xx) Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004
 - (xxi) Earl E. Congdon GRAT Remainder Trust
- (b) Address of Principal Business Office or, if None, Residence:

As to (i) through (xii) and (xiv) through (xx):

As to (xiii) and (xxi):

(c) Citizenship:

As to (i) As to (ii) through (xi) and (xiv) through (xx) As to (xii) As to (xiii) and (xxi): 500 Old Dominion Way Thomasville, NC 27360

20 Harborage Isle Fort Lauderdale, FL 33316

USA North Carolina Virginia Florida

Page 23 of 36 pages

- (d) Title of Class of Securities: Common Stock (\$0.10 par value)
- (e) CUSIP Number: 679580100
- Item 3. If this Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

Not Applicable. This is a joint filing by the persons identified in Item 2, above, pursuant to Rules 13d-1(d) and Rule 13d-1(k) but not a group filing.

Item 4. Ownership.

The securities reported herein are beneficially owned by David S. Congdon, the David S. Congdon Revocable Trust, dated December 3, 1991, the David S. Congdon Irrevocable Trust #1, dated December 1, 1992, the Irrevocable Trust, dated December 18, 1998, fbo Marilyn Congdon, the Irrevocable Trust, dated December 18, 1998, fbo Marilyn Congdon, the Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon, the Irrevocable Trust, dated December 7, 2010, the Kathryn Congdon Harrell Grantor Retained Annuity Trust 2015, the Kathryn Congdon Harrell Grantor Retained Annuity Trust 2016, the Marilyn Congdon Nowell Grantor Retained Annuity Trust 2015, the Marilyn Congdon Nowell Grantor Retained Annuity Trust 2016, the 1998 Earl E. Congdon Family Trust, the Earl and Kathryn Congdon Family Irrevocable Trust - 2011, the Helen S. Congdon Revocable Inter Vivos Trust, dated April 24, 2012, the Seay Family Trust, dated November 21, 2012, the David S. Congdon Irrevocable Trust #2, dated November 18, 1999, the Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992, the Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992, the Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992, the Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004, and the Earl E. Congdon GRAT Remainder Trust. The total securities reported is 4,781,176 shares of the Issuer's Common Stock, which constitutes 5.8% of such shares as of December 31, 2016.

As of December 31, 2016, David S. Congdon has sole voting and dispositive power with respect to 2,009,087 shares (2.4%) of the Issuer's Common Stock, of which 5,334 shares are held directly by David S. Congdon, 55,498 shares are held by David S. Congdon in his 401(k) plan, 643,161 shares are held by the David S. Congdon Revocable Trust, dated December 3, 1991, 92,409 shares are held by an Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon, 92,410 shares are held by an Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon, 92,410 shares are held by an Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon, 92,410 shares are held by an Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon, 92,410 shares are held by an Irrevocable Trust, dated December 18, 1998, fbo Ashlyn Congdon, 82,271 shares are held by the David S. Congdon Grantor Retained Annuity Trust 2015, 265,000 shares are held by the David S. Congdon Grantor Retained Annuity Trust 2015, 265,000 shares are held by the David S. Congdon Grantor Retained Annuity Trust 2015, 265,000 shares are held by the S. Congdon Grantor Retained Annuity Trust 2016, 385,781 shares are held by the Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992, and 294,813 shares are held by the Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004. He shares voting and dispositive power with respect to 2,772,089 shares (3.4%) of the Issuer's Common Stock, consisting of 629,776 shares held by the David S. Congdon Irrevocable Trust #1, dated December 1, 1992, 160,993 shares held by the Ashlyn Lane Congdon Revocable Intervivos Trust, dated December 7, 2010, 41,411 shares held by the Kathryn Congdon Harrell Grantor Retained Annuity Trust 2015, 100,000 shares held by the Kathryn Congdon Harrell Grantor Retained Annuity Trust 2015, 100,000 shares held by the Kathryn Congdon Harrell Grantor Retained Annuity Trust 2015, 100,000 shares held by the Kathryn Congdon Harrell Grantor Retained Annuity Trust 2015, 100,000 shares held by the K

Page 24 of 36 pages

2016, 41,411 shares held by the Marilyn Congdon Nowell Grantor Retained Annuity Trust 2015, 100,000 shares held by the Marilyn Congdon Nowell Grantor Retained Annuity Trust 2016, 316,405 shares held by the 1998 Earl E. Congdon Family Trust, 318,357 shares held by the Earl and Kathryn Congdon Family Irrevocable Trust – 2011, 89,384 shares held by the Helen S. Congdon Revocable Inter Vivos Trust, dated April 24, 2012, 29,125 shares held by the Seay Family Trust, dated November 21, 2012, 299,251 shares held by the David S. Congdon Irrevocable Trust #2, dated November 18, 1999 and 645,976 shares held by the Earl E. Congdon GRAT Remainder Trust. David S. Congdon beneficially owns a total of 4,781,176 shares (5.8%) of the Issuer's Common Stock.

As of December 31, 2016, the David S. Congdon Revocable Trust, dated December 3, 1991, owns directly 643,161 shares (0.8%) of the Issuer's Common Stock. David S. Congdon, as Trustee, has sole voting and sole dispositive power over those shares.

As of December 31, 2016, the David S. Congdon Irrevocable Trust #1, dated December 1, 1992, owns directly 629,776 shares (0.8%) of the Issuer's Common Stock. Although Mr. Congdon's wife, Helen Congdon, as Trustee, has sole voting and sole dispositive power over those shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2016, an Irrevocable Trust, dated December 18, 1998, fbo Marilyn Congdon, has sole voting and dispositive power with respect to 92,409 shares (0.1%) of the Issuer's Common Stock. David S. Congdon is the Trustee. Marilyn Congdon is a child of David S. Congdon.

As of December 31, 2016, an Irrevocable Trust, dated December 18, 1998, fbo Kathryn Congdon, has sole voting and dispositive power with respect to 92,410 shares (0.1%) of the Issuer's Common Stock. David S. Congdon is the Trustee. Kathryn Congdon is a child of David S. Congdon.

As of December 31, 2016, an Irrevocable Trust, dated December 18, 1998, fbo Ashlyn Congdon, has sole voting and dispositive power with respect to 92,410 shares (0.1%) of the Issuer's Common Stock. David S. Congdon is the Trustee. Ashlyn Congdon is a child of David S. Congdon.

As of December 31, 2016, the Ashlyn Lane Congdon Revocable Intervivos Trust, dated December 7, 2010, beneficially owns 160,993 shares (0.2%) of the Issuer's Common Stock. Although Mr. Congdon's daughter, Ashlyn Congdon, as Trustee, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2016, the Kathryn Congdon Harrell Grantor Retained Annuity Trust 2015 beneficially owns 41,411 shares (0.1%) of the Issuer's Common Stock. Although Mr. Congdon's daughter, Kathryn Congdon Harrell, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2016, the Kathryn Congdon Harrell Grantor Retained Annuity Trust 2016 beneficially owns 100,000 shares (0.1%) of the Issuer's Common Stock. Although Mr. Congdon's daughter, Kathryn Congdon Harrell, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

Page 25 of 36 pages

As of December 31, 2016, the Marilyn Congdon Nowell Grantor Retained Annuity Trust 2015 beneficially owns 41,411 shares (0.1%) of the Issuer's Common Stock. Although Mr. Congdon's daughter, Marilyn Congdon Nowell, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2016, the Marilyn Congdon Nowell Grantor Retained Annuity Trust 2016 beneficially owns 100,000 shares (0.1%) of the Issuer's Common Stock. Although Mr. Congdon's daughter, Marilyn Congdon Nowell, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2016, the 1998 Earl E. Congdon Family Trust, dated July 23, 2003, beneficially owns 316,405 shares (0.4%) of the Issuer's Common Stock. David S. Congdon is Co-Trustee of that trust.

As of December 31, 2016, the Earl and Kathryn Congdon Family Irrevocable Trust - 2011 owns 318,357 shares (0.4%) of the Issuer's Common Stock. David S. Congdon is Co-Trustee of that trust.

As of December 31, 2016, the Helen S. Congdon Revocable Inter Vivos Trust, dated April 24, 2012, owns directly 89,384 shares (0.1%) of the Issuer's Common Stock. Although Mr. Congdon's wife, Helen Congdon, as Trustee, has sole voting and sole dispositive power over those shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2016, the Seay Family Trust, dated November 21, 2012, owns directly 29,125 shares (0.0%) of the Issuer's Common Stock. Although Mr. Congdon's wife, Helen Congdon, as Trustee, has sole voting and sole dispositive power over those shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

As of December 31, 2016, David S. Congdon, as Trustee and grantor of the David S. Congdon Grantor Retained Annuity Trust 2015, has sole voting and dispositive power with respect to 82,271 shares (0.1%) of the Issuer's Common Stock held by the David S. Congdon Grantor Retained Annuity Trust 2015.

As of December 31, 2016, David S. Congdon, as Trustee and grantor of the David S. Congdon Grantor Retained Annuity Trust 2016, has sole voting and dispositive power with respect to 265,000 shares (0.3%) of the Issuer's Common Stock held by the David S. Congdon Grantor Retained Annuity Trust 2016.

As of December 31, 2016, the David S. Congdon Irrevocable Trust #2, dated November 18, 1999, owns directly 299,251 shares (0.4%) of the Issuer's Common Stock. Although Mr. Congdon's wife, Helen Congdon, as Trustee, has sole voting and dispositive power over these shares, they are shown below under c(ii) and c(iv) as shared voting and power to dispose.

Page 26 of 36 pages

As of December 31, 2016, the Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992, owns directly 385,781 shares (0.5%) of the Issuer's Common Stock. David S. Congdon has sole voting and dispositive power over these shares as Trustee of that trust. Audrey L. Congdon is the sister of David S. Congdon.

As of December 31, 2016, the Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004, owns directly 294,813 shares (0.4%) of the Issuer's Common Stock. David S. Congdon has sole voting and dispositive power over these shares as Trustee of that trust. Audrey L. Congdon is the sister of David S. Congdon.

As of December 31, 2016, the Earl E. Congdon GRAT Remainder Trust beneficially owns 645,976 shares (0.8%) of the Issuer's Common Stock. David S. Congdon is Co-Trustee of that trust.

(a) Amount beneficially owned:

(i)	4,781,176
(ii)	643,161
(iii)	629,776
(iv)	92,409
(\mathbf{v})	92,410
(v) (vi)	92,410
(vii)	160,993
(viii)	41,411
(ix)	100,000
(\mathbf{x})	41,411
	100,000
(xi)	,
(xii)	316,405
(xiii)	318,357
(xiv)	89,384
(xv)	29,125
(xvi)	82,271
(xvii)	265,000
(xviii)	299,251
(xix)	385,781
(xx)	294,813
(xxi)	645,976

(b) Percent of Class:

5.8%
0.8%
0.8%
0.1%
0.1%
0.1%
0.2%
0.1%
0.1%
0.1%

Page 27 of 36 pages

(xi)	0.1%
(xii)	0.4%
(xiii)	0.4%
(xiv)	0.1%
(xv)	0.0%
(xvi)	0.1%
(xvii)	0.3%
(xviii)	0.4%
(xix)	0.5%
(xx)	0.4%
(xxi)	0.8%
` '	

- (c) Number of Shares as to which such person has:
 - (i) Sole power to vote or to direct the vote

(i)	2,009,087
(ii)	643,161
(iii)	-0-
(iv)	92,409
(v)	92,410
(vi)	92,410
(vii)	-0-
(viii)	-0-
(ix)	-0-
(x)	-0-
(xi)	-0-
(xii)	-0-
(xiii)	-0-
(xiv)	-0-
(xv)	-0-
(xvi)	82,271
(xvii)	265,000
(xviii)	-0-
(xix)	385,781
(xx)	294,813
(xxi)	-0-
× /	

(ii) Shared power to vote or to direct the vote

(i)	2,772,089
(ii)	-0-
(iii)	629,776
(iv)	-0-
(v)	-0-
(vi)	-0-
(vii)	160,993
(viii)	41,411
(ix)	100,000
(x)	41,411

Page 28 of 36 pages

(xi)	100,000
(xii)	316,405
(xiii)	318,357
(xiv)	89,384
(xv)	29,125
(xvi)	-0-
(xvii)	-0-
(xviii)	299,251
(xix)	-0-
(xx)	-0-
(xxi)	645,976

(iii) Sole power to dispose or to direct the disposition of

	2 000 087
(i)	2,009,087
(ii)	643,161
(iii)	-0-
(iv)	92,409
(v)	92,410
(vi)	92,410
(vii)	-0-
(viii)	-0-
(ix)	-0-
(x)	-0-
(xi)	-0-
(xii)	-0-
(xiii)	-0-
(xiv)	-0-
(xv)	-0-
(xvi)	82,271
(xvii)	265,000
(xviii)	-0-
(xix)	385,781
(xx)	294,813
(xxi)	-0-

(iv) Shared power to dispose or to direct the disposition of

2,772,089
-0-
629,776
-0-
-0-
-0-
160,993
41,411
100,000
41,411
100,000
316,405

Page 29 of 36 pages

- (xiii) 318,357 (xiv) 89,384 29,125 (xv)-0-(xvi) (xvii) -0-299,251 (xviii) (xix) -0--0-(xx)645,976 (xxi)
- Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: []

- Item 6. Ownership of More Than Five Percent on Behalf of Another Person See information in Item 4, above.
- Item 7.
 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

 Not Applicable
- Item 8. Identification and Classification of Members of the Group See Item 3 and Item 4, above.
- Item 9. Notice of Dissolution of Group Not Applicable
- Item 10. Certifications

Not Applicable

This report shall not be construed as an admission by the persons filing the report that they are the beneficial owner of any securities covered by this report.

Page 30 of 36 pages

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

February 10, 2017

DAVID S. CONGDON

/s/ David S. Congdon

David S. Congdon

DAVID S. CONGDON REVOCABLE TRUST, DATED DECEMBER 3, 1991

By: /s/ David S. Congdon David S. Congdon, Trustee

DAVID S. CONGDON IRREVOCABLE TRUST #1, DATED DECEMBER 1, 1992

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO MARILYN CONGDON

By: /s/ David S. Congdon

David S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO KATHRYN CONGDON

By: /s/ David S. Congdon

David S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO ASHLYN CONGDON

By: /s/ David S. Congdon David S. Congdon, Trustee

ASHLYN LANE CONGDON REVOCABLE INTERVIVOS TRUST, DATED DECEMBER 7, 2010

By: /s/ David S. Congdon David S. Congdon, by Power of Attorney for Ashlyn L. Congdon, Trustee

KATHRYN CONGDON HARRELL GRANTOR RETAINED ANNUITY TRUST 2015

By: Atlantic Trust Company, NA, Trustee

By: /s/ Leah M. Caracheo

Leah M. Caracheo, Senior Vice President

Page 31 of 36 pages

KATHRYN CONGDON HARRELL GRANTOR RETAINED ANNUITY TRUST 2016

By: Atlantic Trust Company, NA, Trustee

By: /s/ Leah M. Caracheo Leah M. Caracheo, Senior Vice President

MARILYN CONGDON NOWELL GRANTOR RETAINED ANNUITY TRUST 2015

By: Atlantic Trust Company, NA, Trustee

By: /s/ Leah M. Caracheo Leah M. Caracheo, Senior Vice President

MARILYN CONGDON NOWELL GRANTOR RETAINED ANNUITY TRUST 2016

By: Atlantic Trust Company, NA, Trustee

By: /s/ Leah M. Caracheo Leah M. Caracheo, Senior Vice President

1998 EARL E. CONGDON FAMILY TRUST

By: /s/ David S. Congdon David S. Congdon, Co-Trustee

EARL AND KATHRYN CONGDON FAMILY IRREVOCABLE TRUST - 2011

By: /s/ David S. Congdon David S. Congdon, Co-Trustee

- HELEN S. CONGDON REVOCABLE INTER VIVOS TRUST, DATED APRIL 24, 2012
- By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

SEAY FAMILY TRUST, DATED NOVEMBER 21, 2012

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

DAVID S. CONGDON GRANTOR RETAINED ANNUITY TRUST 2015

By: /s/ David S. Congdon David S. Congdon, Trustee

DAVID S. CONGDON GRANTOR RETAINED ANNUITY TRUST 2016

By: /s/ David S. Congdon

David S. Congdon, Trustee

Page 32 of 36 pages

DAVID S. CONGDON IRREVOCABLE TRUST #2, DATED NOVEMBER 18, 1999

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

AUDREY L. CONGDON IRREVOCABLE TRUST #1, DATED DECEMBER 1, 1992

By: /s/ David S. Congdon

David S. Congdon, Trustee

AUDREY L. CONGDON IRREVOCABLE TRUST #2, DATED MAY 28, 2004

By: /s/ David S. Congdon David S. Congdon, Trustee

EARL E. CONGDON GRAT REMAINDER TRUST

By: /s/ David S. Congdon

David S. Congdon, Co-Trustee

Page 33 of 36 pages

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agrees to the joint filing with each other of the attached statement on Schedule 13G/A and to all amendments to such statement and that such statement and all amendments to such statement is made on behalf of each of them.

IN WITNESS WHEREOF, the undersigned hereby execute this agreement on February 10, 2017.

DAVID S. CONGDON

/s/ David S. Congdon

David S. Congdon

DAVID S. CONGDON REVOCABLE TRUST, DATED DECEMBER 3, 1991

By: /s/ David S. Congdon David S. Congdon, Trustee

DAVID S. CONGDON IRREVOCABLE TRUST #1, DATED DECEMBER 1, 1992

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO MARILYN CONGDON

By: /s/ David S. Congdon David S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO KATHRYN CONGDON

By: /s/ David S. Congdon

David S. Congdon, Trustee

IRREVOCABLE TRUST, DATED DECEMBER 18, 1998, FBO ASHLYN CONGDON

By: /s/ David S. Congdon David S. Congdon, Trustee

ASHLYN LANE CONGDON REVOCABLE INTERVIVOS TRUST, DATED DECEMBER 7, 2010

By: /s/ David S. Congdon David S. Congdon, by Power of Attorney for Ashlyn L. Congdon, Trustee

KATHRYN CONGDON HARRELL GRANTOR RETAINED ANNUITY TRUST 2015

By: Atlantic Trust Company, NA, Trustee

By: /s/ Leah M. Caracheo

Leah M. Caracheo, Senior Vice President

Page 34 of 36 pages

KATHRYN CONGDON HARRELL GRANTOR RETAINED ANNUITY TRUST 2016

By: Atlantic Trust Company, NA, Trustee

By: /s/ Leah M. Caracheo Leah M. Caracheo, Senior Vice President

MARILYN CONGDON NOWELL GRANTOR RETAINED ANNUITY TRUST 2015

By: Atlantic Trust Company, NA, Trustee

By: /s/ Leah M. Caracheo Leah M. Caracheo, Senior Vice President

MARILYN CONGDON NOWELL GRANTOR RETAINED ANNUITY TRUST 2016

By: Atlantic Trust Company, NA, Trustee

By: /s/ Leah M. Caracheo Leah M. Caracheo, Senior Vice President

1998 EARL E. CONGDON FAMILY TRUST

By: /s/ David S. Congdon David S. Congdon, Co-Trustee

EARL AND KATHRYN CONGDON FAMILY IRREVOCABLE TRUST - 2011

By: /s/ David S. Congdon David S. Congdon, Co-Trustee

HELEN S. CONGDON REVOCABLE INTER VIVOS TRUST, DATED APRIL 24, 2012

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

SEAY FAMILY TRUST, DATED NOVEMBER 21, 2012

By: /s/ Helen S. Congdon Helen S. Congdon, Trustee

DAVID S. CONGDON GRANTOR RETAINED ANNUITY TRUST 2015

By: /s/ David S. Congdon

David S. Congdon, Trustee

Page 35 of 36 pages

DAVID S. CONGDON GRANTOR RETAINED ANNUITY TRUST 2016

By: /s/ David S. Congdon David S. Congdon, Trustee

DAVID S. CONGDON IRREVOCABLE TRUST #2, DATED NOVEMBER 18, 1999

By: /s/ Helen S. Congdon

Helen S. Congdon, Trustee

AUDREY L. CONGDON IRREVOCABLE TRUST #1, DATED DECEMBER 1, 1992

By: /s/ David S. Congdon David S. Congdon, Trustee

AUDREY L. CONGDON IRREVOCABLE TRUST #2, DATED MAY 28, 2004

By: /s/ David S. Congdon David S. Congdon, Trustee

EARL E. CONGDON GRAT REMAINDER TRUST

By: /s/ David S. Congdon

David S. Congdon, Co-Trustee

Page 36 of 36 pages