

# FORM 4

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

| OMB APPROVAL                                   |           |
|--|-----------|
| OMB Number:                                    | 3235-0287 |
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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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |  |  |  |  |  |
|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person *<br>Congdon Helen S                         |  | 2. Issuer Name and Ticker or Trading Symbol<br>OLD DOMINION FREIGHT LINE INC/VA [ODFL] |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/><br>Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <input type="checkbox"/><br><b>Member of Section 13(d) group</b> |  |
| (Last) (First) (Middle)<br>C/O OLD DOMINION FREIGHT LINE, INC., 500 OLD DOMINION WAY |  | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/15/2010                         |  |  |  |
| (Street)<br>THOMASVILLE, NC 27360  |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                                   |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)              |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------------|---|--|--|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price          |   |  |  |
| Common Stock                    | 10/15/2010                           |  | S(1)                           |   | 401   | D          | \$ 26.0081 (5) | 60,002 (2)  | D  |  |
| Common Stock                    | 10/15/2010                           |  | S(1)                           |   | 4,829   | D          | \$ 26.0081 (5) | 694,940 (2)   | I  | By husband as trustee of David S. Congdon Revocable Trust          |
| Common Stock                    | 10/15/2010                           |  | S(1)                           |   | 2,576   | D          | \$ 26.0081 (5) | 130,603 (2)   | I  | By husband as custodian for minor child                            |
| Common Stock                    | 10/15/2010                           |  | S(1)                           |   | 2,576   | D          | \$ 26.0081 (5) | 130,603 (3)   | I  | As trustee of Marilyn Marie Congdon Revocable Declaration of Trust |
| Common Stock                    | 10/15/2010                           |  | S(1)                           |   | 2,576   | D          | \$ 26.0081 (5) | 130,603 (4)   | I  | As trustee of Kathryn Leigh Congdon Revocable Declaration of Trust |
| Common Stock                    |                                      |  |                                |   |   |            |                | 31,175 (2)  | I  | By husband   |
| Common Stock                    |                                      |  |                                |   |   |            |                | 32,571 (2)  | I  | By husband's 401(k) plan   |
| Common Stock                    |                                      |  |                                |   |   |            |                | 418,551 (2)   | I  | As trustee of David S. Congdon Irrevocable Trust #1 dated 12/1/92  |
| Common Stock                    |                                      |  |                                |   |   |            |                | 37,050 (2)  | I  | As trustee of David S. Congdon Irrevocable Trust #2                |



|              |            |  |                   |   |   |       |                        |   |  |
|--------------|------------|--|-------------------|---|---|-------|------------------------|---|--|
| Common Stock | 10/18/2010 |  | \$ <sup>(1)</sup> | 1 | D | \$ 26 | 130,602 <sup>(3)</sup> | I | of Marilyn Marie Congdon Revocable Declaration of Trust            |
| Common Stock | 10/18/2010 |  | \$ <sup>(1)</sup> | 1 | D | \$ 26 | 130,602 <sup>(4)</sup> | I | As trustee of Kathryn Leigh Congdon Revocable Declaration of Trust |

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

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SEC 1474 (9-02)



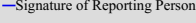
**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|-----|-----|---|-----------------|--|----------------------------|---|--|--|--|--|
|  |  |                                      |  | 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                         |
| Congdon Helen S<br>C/O OLD DOMINION FREIGHT LINE, INC.<br>500 OLD DOMINION WAY<br>THOMASVILLE, NC 27360    |               | X         |         | Member of Section 13(d) group |
| Congdon Marilyn M<br>C/O OLD DOMINION FREIGHT LINE, INC.<br>500 OLD DOMINION WAY<br>THOMASVILLE, NC 27360  |               | X         |         | Member of Section 13(d) group |
| Congdon Kathryn L.<br>C/O OLD DOMINION FREIGHT LINE, INC.<br>500 OLD DOMINION WAY<br>THOMASVILLE, NC 27360 |               | X         |         | Member of Section 13(d) group |

## Signatures

|   |            |
|---|------------|
| /s/ Joel B. McCarty, Jr., by Power of Attorney                                      | 10/19/2010 |
|  | Date       |
| /s/ Joel B. McCarty, Jr., by Power of Attorney                                      | 10/19/2010 |
|  | Date       |
| /s/ Joel B. McCarty, Jr., by Power of Attorney                                      | 10/19/2010 |
|  | 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) These securities are beneficially owned by Helen S. Congdon, 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 9, 2010.

- (3) These securities are beneficially owned by Marilyn M. Congdon, 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 9, 2010.
- (4) These securities are beneficially owned by Kathryn L. Congdon, 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 9, 2010.
- (5) 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 \$26.17, 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.

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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