FORM 4	4
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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).

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

### 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 P CONGDON EARL E	2. Issuer Name <b>a</b> OLD DOMINIO [ODFL]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_Director10% Owner _X_Officer (give title below)Other (specify below)				
(Last) (First) (Middle) C/O OLD DOMINION FREIGHT LINE, INC., 500 OLD DOMINION WAY		3. Date of Earliest 02/09/2017	Transactio	on (M	Ionth/Day	/Year)	Executive Chairman			
(Street) THOMASVILLE, NC 27360		4. If Amendment,	Date Origi	nal F	iled(Montl	n/Day/Yea	_X_Form filed by One Reporting Person	6. Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City) (State)	(Zip)	Tab	ole I - Non	-Deri	ivative S	ecuritie	uired, Disposed of, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	ction	4. Secur (A) or D (D) (Instr. 3,	isposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)	
Common Stock	02/18/2016		G			D	\$ 0	734,540	I	By Earl E. Congdon Trust - 1990
Common Stock	02/18/2016		G	v	2,442	D	\$ 0	209,121	I	By wife as trustee of the Kathryn W. Congdon Trust - 1990
Common Stock	11/29/2016		G	v	29,813	D	\$ 0	744,452 (1) (2)	Ι	By Earl E. Congdon Trust - 1990
Common Stock	11/29/2016		G	V	1,113	D	\$ 0	234,285 ( <u>3)</u> ( <u>4)</u>	Ι	By wife as trustee of the Kathryn W. Congdon Trust - 1990
Common Stock	02/09/2017		А		4,182	А	\$ 0	9,516	D	
Common Stock								645,976	Ι	By Earl E. Congdon GRAT Remainder Trust
Common Stock								352,605	I	By Earl. E Congdon Grantor Retained Annuity Trust 2016
Common Stock								209,121	I	By wife as trustee of the Kathryn W. Congdon Grantor Retained Annuity

									Trust
Common Stock							37,549	Ι	2016 By 401(k) plan
Reminder: Report on a separate line f	or each class of sec	urities beneficially of	wned dire	etly o	r				

indirectly.

Persons who respond to the collection of information SEC 1474 (9contained in this form are not required to respond unless the form displays a currently valid OMB control number.

02)

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)													
1. Title of	2.	3. Transaction	3A. Deemed	4.	5.1	Number	6. Date Exer	rcisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction	1 of		and Expirati	ion Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	De	rivative	ve (Month/Day/Year)		Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Sec	urities			Secur	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				Ac	quired			(Instr	. 3 and			Security:	(Instr. 4)
	Security				(A)	or			4)			Following	Direct (D)	
					Dis	posed						Reported	or Indirect	
					of							Transaction(s)	(I)	
					(In	str. 3,						(Instr. 4)	(Instr. 4)	
					4, a	ind 5)								
										Amount				
							Date	Evaluation		or				
							Exercisable	Expiration Date	Title	Number				
							Exercisable	Date		of				
				Code V	(A	) (D)				Shares				

## **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
CONGDON EARL E C/O OLD DOMINION FREIGHT LINE, INC. 500 OLD DOMINION WAY THOMASVILLE, NC 27360	х		Executive Chairman					

# Signatures

/s/ Ross H. Parr, by Power of Attorney	02/10/2017
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) Reflects a transfer of 352,605 shares from the Earl E. Congdon Trust - 1990 to the Earl E. Congdon Grantor Retained Annuity Trust 2016 on August 19, 2016.

(2) Reflects a transfer of 392,330 shares from the Earl E. Congdon Grantor Retained Annuity Trust 2014 to the Earl E. Congdon Trust - 1990 on August 26, 2016.

(3) Reflects a transfer of 209,121 shares from the Kathryn W. Congdon Trust - 1990 to the Kathryn W. Congdon Grantor Retained Annuity Trust 2016 on August 19, 2016.

(4) Reflects a transfer of 235,398 shares from the Kathryn W. Congdon Grantor Retained Annuity Trust 2014 to the Kathryn W. Congdon Trust - 1990 on August 26, 2016.

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.

Securities and Exchange Commission 100 F Street, N.E. Washington, D.C. 20549

Re: Old Dominion Freight Line, Inc.

Ladies and Gentlemen:

Pursuant to General Instruction 7 to Form 3 (Initial Statement of Beneficial Ownership), Form 4 (Statement of Changes in Beneficial Ownership) and Form 5 (Annual Statement of Changes in Beneficial Ownership) promulgated by the Securities and Exchange Commission (the "Commission") pursuant to Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), the undersigned director, officer and/or shareholder of Old Dominion Freight Line, Inc. (the "Company") hereby authorizes and designates David S. Congdon, Ross H. Parr and Adam N. Satterfield, and each of them, to execute and file with the Commission on the undersigned's behalf any and all statements on Form 3, Form 4 or Form 5 relating to the undersigned's beneficial ownership of securities of the Company as required by Section 16(a) of the Exchange Act and the rules of the Commission promulgated thereunder. This authorization and designation shall be effective for so long as the undersigned remains subject to the provisions of Section 16 of the Exchange Act.

Effective as of the 22<sup>nd</sup> day of November, 2016.

<u>/s/ Earl E. Congdon</u> Earl E. Congdon