| FORM 4 | 4 |
|--------|---|
|--------|---|

| 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)  |   | r  |                    |             |   |   |  |  |   |                        |  |
|--|---|--|--------------------|-------------|---|---|--|--|---|------------------------|--|
| 1. Name and Address of Reporting Po<br>Parr Ross H.                | 2. Issuer Name a<br>OLD DOMIN<br>[ODFL] |  |                    | <i>c</i> .  |   |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director<br>X Officer (give title below)<br>SVP - Legal Affairs, GC & Sec. |  |   |                        |  |
| (Last) (First)<br>C/O OLD DOMINION FREIG<br>INC., 500 OLD DOMINION | 3. Date of Earliest 05/28/2019          | t Transactio   | on (N              | 1onth/Day   | /Year)  |   | SVP - Legal Amairs,  | GC & Sec.  |   |                        |  |
| (Street)<br>THOMASVILLE, NC 27360                                  | 4. If Amendment,                        | Date Origi   | inal F             | Filed(Month | /Day/Yea  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>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<br>(Instr. 3)                                  | Date<br>(Month/Day/Year)                | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                      | Code<br>(Instr. 8) | tion        | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |   |  | 5. Amount of Securities<br>Beneficially Owned Following<br>Reported Transaction(s) | Ownership of India<br>Form: Benefic                   | Beneficia              |  |
|  |   |  | Code               | V           | Amount  | (A)<br>or<br>(D)  | Price  | (Instr. 3 and 4)   | Direct (D) Ow<br>or Indirect (In<br>(I)<br>(Instr. 4) | Ownershi<br>(Instr. 4) |  |
| Common Stock   | 05/28/2019                              |  | F                  |             | 224   | D   | \$<br>138.48   | 7,505  | D   |                        |  |
| Common Stock   |   |  |                    |             |   |   |  | 201  | Ι   | By<br>401(k)<br>plan   |  |

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

Persons who respond to the collection of information SEC 1474 (9-02) contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

| ( <i>e.g.</i> , puts, calls, warrants, options, convertible securities) |             |                  |                    |            |            |               |       |                |            |                       |           |                |              |             |             |
|---|-------------|------------------|--------------------|------------|------------|---------------|-------|----------------|------------|-----------------------|-----------|----------------|--------------|-------------|-------------|
| 1. Title of   | 2.          | 3. Transaction   | 3A. Deemed         | 4.         |            | 5.            |       | 6. Date Exer   | cisable    | 7. Tit                | le and    | 8. Price of    | 9. Number of | 10.         | 11. Nature  |
| Derivative  | Conversion  | Date             | Execution Date, if | Transactio | on 1       | Number a      |       | and Expiration | on Date    | ate Amount of         |           | Derivative     | Derivative   | Ownership   | of Indirect |
| Security  | or Exercise | (Month/Day/Year) | any                | Code       |            | of            | *     |                | /Year)     | Underlying Security   |           | Securities     | Form of      | Beneficial  |             |
| (Instr. 3)  | Price of    |                  | (Month/Day/Year)   | (Instr. 8) | ]          | Deriv         | ative |                |            | Securities (Instr. 5) |           | Beneficially   | Derivative   | Ownership   |             |
|   | Derivative  |                  |                    |            | :          | Securities (1 |       | (Instr. 3 and  |            | Owned                 | Security: | (Instr. 4)     |              |             |             |
|   | Security    |                  |                    |            |            | Acquired      |       |                | 4)         |                       |           | Following      | Direct (D)   |             |             |
|   |             |                  |                    |            | (A) or     |               | ſ     |                |            |                       |           |                | Reported     | or Indirect |             |
|   |             |                  |                    |            | Disposed   |               |       |                |            |                       |           | Transaction(s) | (I)          |             |             |
|   |             |                  |                    |            | of (D)     |               |       |                |            |                       |           | (Instr. 4)     | (Instr. 4)   |             |             |
|   |             |                  |                    |            | (Instr. 3, |               |       |                |            |                       |           |                |              |             |             |
|   |             |                  |                    |            | 4          | 4, and 5)     |       |                |            |                       |           |                |              |             |             |
|   |             |                  |                    |            |            |               |       |                |            |                       | Amount    |                |              |             |             |
|   |             |                  |                    |            |            |               |       | Date           | Expiration |                       | or        |                |              |             |             |
|   |             |                  |                    |            |            |               |       | Exercisable    | 1          | Title                 | Number    |                |              |             |             |
|   |             |                  |                    |            |            |               |       |                | Date       |                       | of        |                |              |             |             |
|   |             |                  |                    | Code V     | V          | (A)           | (D)   |                |            |                       | Shares    |                |              |             |             |

## **Reporting Owners**

|  | Relationships |              |                                |       |  |  |  |  |
|--|---------------|--------------|--------------------------------|-------|--|--|--|--|
| Reporting Owner Name / Address   |               | 10%<br>Owner | Officer                        | Other |  |  |  |  |
| Parr Ross H.<br>C/O OLD DOMINION FREIGHT LINE, INC.<br>500 OLD DOMINION WAY<br>THOMASVILLE, NC 27360 |               |              | SVP - Legal Affairs, GC & Sec. |       |  |  |  |  |

## **Signatures**

\*\*Signature of Reporting Person

# **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).

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 Greg C. Gantt, Adam N. Satterfield, Kimberly S. Maready and Wendy U. English, 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 28th day of May, 2019.

<u>/s/ Ross H. Parr</u> Ross H. Parr