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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

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

1. Name and Address of Reporting Person * <u>Gantt Greg C</u> (Last) (First) (Middle) C/O OLD DOMINION FREIGHT LINE, INC. 500 OLD DOMINION WAY (Street) THOMASVILLE NC 27360 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>OLD DOMINION FREIGHT LINE, INC. [ODFL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 06/26/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/26/2023		F		564 ⁽¹⁾	D	\$334.54	40,281	D	
Common Stock	06/26/2023		F		406 ⁽¹⁾	D	\$334.54	39,875	D	
Common Stock	06/26/2023		F		406 ⁽¹⁾	D	\$334.54	39,469	D	
Common Stock	06/26/2023		F		458 ⁽¹⁾	D	\$334.54	39,011	D	
Common Stock	06/26/2023		F		458 ⁽¹⁾	D	\$334.54	38,553	D	
Common Stock	06/26/2023		F		458 ⁽¹⁾	D	\$334.54	38,095	D	
Common Stock	06/26/2023		F		1,129 ⁽²⁾	D	\$334.54	36,966	D	
Common Stock	06/26/2023		F		812 ⁽²⁾	D	\$334.54	36,154	D	
Common Stock	06/26/2023		F		812 ⁽²⁾	D	\$334.54	35,342	D	
Common Stock								7,860	I	By 401(k) plan

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- This amount represents shares withheld in connection with the accelerated vesting of certain outstanding restricted stock awards of Mr. Gantt approved by the Company's Board of Directors on June 23, 2023 and further described in the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 26, 2023.
- This amount represents shares withheld in connection with the accelerated vesting of certain outstanding performance-based restricted stock units of Mr. Gantt approved by the Company's Board of Directors on June 23, 2023 and further described in the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 26, 2023.

/s/ Greg C. Gantt

06/27/2023

** Signature of Reporting Person

Date

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

* 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.

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