

YOWELL JOHN B
Form 4
January 23, 2006

FORM 4

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
YOWELL JOHN B

2. Issuer Name and Ticker or Trading Symbol
OLD DOMINION FREIGHT LINE INC/VA [ODFL]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Vice President

(Last) (First) (Middle)
C/O OLD DOMINION FREIGHT LINE, INC., 500 OLD DOMINION WAY

3. Date of Earliest Transaction (Month/Day/Year)
12/19/2005

(Street)
THOMASVILLE, NC 27360

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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	12/19/2005		G	V 1,000 D \$ 0	541,742 ⁽¹⁾ / ₍₂₎	I	By wife as trustee for Audrey L. Congdon Revocable Trust Dated 3/27/92
Common Stock	12/19/2005		G	V 1,750 A \$ 0	62,266 ⁽¹⁾	D	
	12/19/2005		G	V 750 A \$ 0	542,492 ⁽¹⁾	I	

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Common Stock									By wife as trustee for Audrey L. Congdon Revocable Trust Dated 3/27/92
Common Stock	12/19/2005	G	V	750	A	\$ 0	35,161 ⁽¹⁾	I	By wife as trustee for Irrevocable Trust Dated 12/18/98 fbo Seth Yowell
Common Stock	12/19/2005	G	V	750	A	\$ 0	35,161 ⁽¹⁾	I	By wife as trustee for Irrevocable Trust Dated 12/18/98 fbo Megan Yowell
Common Stock	12/22/2005	G	V	120,000	A	\$ 0	120,000	I	By wife as trustee for the Karen C. Pigman Grantor Retained Annuity Trust
Common Stock	12/27/2005	G	V	4,491	D	\$ 0	538,001 ⁽¹⁾	I	By wife as trustee for Audrey L. Congdon Revocable Trust Dated 3/27/92
Common Stock							168,327 ⁽¹⁾	I	As Trustee for Audrey L. Congdon Irrevocable Trust #1 Dated 12/1/92
Common Stock							5,953 ⁽¹⁾	I	By wife
Common Stock							206,136 ⁽¹⁾	I	By wife as custodian for minor

Common Stock	62,085 ⁽¹⁾	I	children of Mr. Yowell By wife through Audrey L. Congdon Grantor Retained Annuity Trust Dated May 28, 2004 By wife as trustee for Audrey L. Congdon Grantor Retained Annuity Trust 2005
Common Stock	120,000 ⁽²⁾	I	By wife as trustee for Audrey L. Congdon Grantor Retained Annuity Trust 2005

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

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(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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

YOWELL JOHN B
C/O OLD DOMINION FREIGHT LINE, INC.
500 OLD DOMINION WAY
THOMASVILLE, NC 27360

Executive
Vice
President

Signatures

/s/ John B.
Yowell

01/18/2006

__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) Adjusted to reflect three-for-two stock split on November 30, 2005.
- (2) On November 30, 2005, the reporting person's wife transferred 120,000 shares from the Audrey L. Congdon Revocable Trust Dated 3/27/92 to the Audrey L. Congdon Grantor Retained Annuity Trust 2005.

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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