

OLD DOMINION FREIGHT LINE INC/VA  
 Form 4  
 February 11, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
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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 \*  
 CONGDON EARL E

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)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/20/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Executive Chairman

C/O OLD DOMINION FREIGHT LINE, INC., 500 OLD DOMINION WAY

(Street)

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

THOMASVILLE, NC 27360

(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 Ownership (Instr. 4) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |   |
| Common Stock                    | 11/20/2007                           |  | G                              | V   | 1,002,375   | D  | \$ 0 0                                     | By Earl E. Congdon Intangibles Trust dated July 23, 2003 (David Congdon, Trustee) |
|                                 | 11/20/2007                           |  | G                              | V   | 990,375   | A  | \$ 0 990,375                               |   |

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Common  
Stock

|                 |            |  |     |                       |   |              |             |   |  |
|-----------------|------------|--|-----|-----------------------|---|--------------|-------------|---|--|
|                 |            |  |     |                       |   |              |             |   | By Kathryn<br>W.<br>Congdon<br>Intangibles<br>Trust Dated<br>May 23,<br>2001<br>(David<br>Congdon,<br>Trustee) |
| Common<br>Stock | 12/21/2007 |  | G V | <u>347,625</u><br>(1) | D | \$ 0 0       |             | I |  |
| Common<br>Stock | 12/21/2007 |  | G V | <u>347,625</u><br>(1) | A | \$ 0 347,625 |             | I | By Kathryn<br>W.<br>Congdon<br>Trust -<br>1990   |
| Common<br>Stock |            |  |     |                       |   |              | 21,719 (2)  | I | By 401(k)<br>plan  |
| Common<br>Stock |            |  |     |                       |   |              | 471,908     | I | By Earl E.<br>Congdon<br>Grantor<br>Retained<br>Annuity<br>Trust -<br>2005                                     |
| Common<br>Stock |            |  |     |                       |   |              | 287,101 (1) | I | By Earl E.<br>Congdon<br>2003<br>GRAT<br>Remainder<br>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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Benef<br>Own<br>Follo<br>Repo |
|---|--|---|---|--------------------------------------|---|--|---|---|--|
|---|--|---|---|--------------------------------------|---|--|---|---|--|

Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Trans  
(Instr

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|
|------|---|-----|-----|---------------------|--------------------|-------|--|

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

| Director | 10% Owner | Officer | Other |
|----------|-----------|---------|-------|
|----------|-----------|---------|-------|

CONGDON EARL E  
C/O OLD DOMINION FREIGHT LINE, INC.  
500 OLD DOMINION WAY  
THOMASVILLE, NC 27360

X

Executive Chairman

## Signatures

/s/ Earl E.  
Congdon

02/06/2008

\_\_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) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed as an admission that the reporting person is the beneficial owner of the securities for the purposes of Section 16 or for any other purpose.
- (2) Reflects a disposition of 259 shares as a result of excess deferrals under the issuer's 401(k) plan.

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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