

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

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**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 DAVID S

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)  
 President and CEO

C/O OLD DOMINION FREIGHT LINE, INC, 500 OLD DOMINION FREIGHT 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)
Common Stock	11/20/2007		G	V 1,002,375 D \$ 0 0		I	As trustee of Earl E. Congdon Intangibles Trust dated July 23, 2003
Common Stock	11/20/2007		G	V 1,000 A \$ 0 36,911		I	As trustee of Irrevocable

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Common Stock	11/20/2007	G	V	1,000	A	\$ 0	36,911	I	Trust Agreement dated 12/18/98 fbo Marilyn Congdon As trustee of Irrevocable Trust Agreement dated 12/18/98 fbo Kathryn Congdon
Common Stock	11/20/2007	G	V	1,000	A	\$ 0	36,911	I	As trustee of Irrevocable Trust Agreement dated 12/18/98 fbo Ashlyn Congdon
Common Stock	11/20/2007	G	V	1,000	A	\$ 0	582,845	I	By David S. Congdon Revocable Trust dated 12/3/91
Common Stock	12/11/2007	G	V	1,000	D	\$ 0	581,845	I	By David S. Congdon Revocable Trust dated 12/3/91
Common Stock	12/19/2007	G	V	20	D	\$ 0	581,825	I	By David S. Congdon Revocable Trust dated 12/3/91
Common Stock	12/11/2007	G	V	1,000	A	\$ 0	40,500	I	By wife
Common Stock	12/11/2007	G	V	<u>206,136</u> (1)	D	\$ 0	103,068	I	As custodian for minor children of Mr. Congdon

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Common Stock	12/11/2007	G	V	103,068	A	\$ 0	103,068	I	By daughter as trustee of Kathryn Leigh Congdon Revocable Declaration of Trust dated 5/23/06
Common Stock	12/21/2007	G	V	347,625	D	\$ 0	0	I	As trustee for Kathryn W. Congdon Intangibles Trust
Common Stock							287,101	I	As co-trustee of Earl E. Congdon 2003 GRAT Remainder Trust
Common Stock							17,235 <sup>(2)</sup>	I	By 401(k) plan
Common Stock							29,578	D	
Common Stock							21,367	I	By wife as trustee of David S. Congdon Irrevocable Trust No. 2 dated 11/18/99
Common Stock							28,698	I	By David S. Congdon Grantor Retained Annuity Trust 2005
Common Stock							24,558	I	As trustee of Audrey L. Congdon Irrevocable Trust No. 2 dated

				5/28/04
Common Stock	277,534	I		By wife as trustee of David S. Congdon Irrevocable Trust #1 dated 12/1/92

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. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

CONGDON DAVID S  
C/O OLD DOMINION FREIGHT LINE, INC  
500 OLD DOMINION FREIGHT WAY  
THOMASVILLE, NC 27360

X

President and CEO

## Signatures

/s/ David S.  
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).

103,068 of such shares were transferred to the Marilyn Marie Congdon Revocable Declaration of Trust dated May 23, 2006. Marilyn

(1) Marie Congdon, Mr. Congdon's daughter, is trustee, and Mr. Congdon no longer has a reportable beneficial ownership in the 103,068 shares held in such trust.

(2) Reflects a disposition of 347 shares as a result of a return 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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