

USA TRUCK INC
Form 4
May 22, 2015

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 *
Perelman Vadim

(Last) (First) (Middle)

12400 WILSHIRE BLVD, SUITE 940

(Street)

LOS ANGELES, CA 90025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
USA TRUCK INC [USAK]

3. Date of Earliest Transaction (Month/Day/Year)
05/20/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer (give title below) ___X___ Other (specify below)

See Footnote 1

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
Common Stock, \$0.01 par value per share ⁽¹⁾	05/20/2015		S	1,400,000 ⁽³⁾	D \$ 19 0	I	By: Baker Street Capital L.P. ⁽²⁾

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

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SEC 1474 (9-02)

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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 Owned Beneficially (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
Perelman Vadim 12400 WILSHIRE BLVD SUITE 940 LOS ANGELES, CA 90025				See Footnote 1
Baker Street Capital L.P. 12400 WILSHIRE BLVD SUITE 940 LOS ANGELES, CA 90025				See Footnote 1
Baker Street Capital GP, LLC 12400 WILSHIRE BLVD SUITE 940 LOS ANGELES, CA 90025				See Footnote 1
Baker Street Capital Management, LLC 12400 WILSHIRE BLVD SUITE 940 LOS ANGELES, CA 90025				See Footnote 1

Signatures

By: /s/ Vadim Perelman 05/22/2015
**Signature of Reporting Person Date

Baker Street Capital L.P.; By: /s/ Vadim Perelman, Managing Member of its General Partner 05/22/2015
**Signature of Reporting Person Date

Baker Street Capital GP, LLC; By: /s/ Vadim Perelman, Managing Member 05/22/2015

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__Signature of Reporting Person

Date

Baker Street Capital Management, LLC; By: /s/ Vadim Perelman, Managing Member

05/22/2015

__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) This Form 4 is filed jointly by Baker Street Capital L.P. ("BSC LP"), Baker Street Capital GP, LLC ("BSC GP"), Baker Street Capital Management, LLC ("Baker Street Capital Management") and Vadim Perelman (collectively, the "Reporting Persons"). Each of the Reporting Persons is a former member of a Section 13(d) group that, prior to the transaction reported herein, beneficially owned more than 10% of the Issuer's outstanding shares of Common Stock. Mr. Perelman resigned as a director of the Issuer on May 20, 2015.

(2) Represents shares of Common Stock owned directly by BSC LP. BSC GP, as the general partner of BSC LP, may be deemed to beneficially own the shares owned by BSC LP. Baker Street Capital Management, as the investment manager of BSC LP, may be deemed to beneficially own the shares owned by BSC LP. Mr. Perelman, as the managing member of each of BSC GP and Baker Street Capital Management, may be deemed to beneficially own the shares owned by BSC LP. Each of the Reporting Persons disclaims beneficial ownership of the shares of Common Stock reported herein except to the extent of his or its pecuniary interest therein.

(3) Represents shares of Common Stock sold by BSC LP in an underwritten secondary offering. Additionally, as a result of his resignation as a director of the Issuer on May 20, 2015, Mr. Perelman forfeited 1,574 shares of unvested restricted stock that were awarded to him on May 7, 2015 in connection with his service as a director.

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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