

MATTHEWS TERRENCE D

Form 4

November 08, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MATTHEWS TERRENCE D

2. Issuer Name **and** Ticker or Trading
Symbol
HUNT J B TRANSPORT
SERVICES INC [JBHT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
615 J.B. HUNT CORPORATE
DRIVE

3. Date of Earliest Transaction
(Month/Day/Year)
11/06/2012

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
EVP, Marketing

(Street)
LOWELL, AR 72745

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 (k)	11/06/2012		D		85,000	D	\$ 59.9553	25,617	D	
Common Stock								68,989	D	
Common Stock								1,620	I	By Spouse
Common Stock (k)								9,097	I	By Spouse

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. F Der Sec (In
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock	\$ 0 <u>(1)</u>					07/15/2011	08/15/2015	Common Stock	16,800	
Restricted Stock	\$ 0 <u>(1)</u>					07/15/2012	08/15/2015	Common Stock	11,200	
Restricted Stock	\$ 0					07/15/2012	08/15/2022	Common Stock	27,000	
Restricted Stock	\$ 0					07/15/2013	08/15/2016	Common Stock	12,500	
Restricted Stock	\$ 0 <u>(2)</u>					07/15/2015	08/15/2015	Common Stock	17,000	
Restricted Stock	\$ 0 <u>(3)</u>					07/15/2009	08/15/2013	Common Stock	4,000	
Restricted Stock	\$ 0 <u>(3)</u>					07/15/2010	08/15/2014	Common Stock	6,400	
Right to Buy Stock Option	\$ 12.2					06/01/2009	10/23/2014	Common Stock	8,000	
Right to Buy Stock Option	\$ 20.365					06/01/2013	10/21/2015	Common Stock	40,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

MATTHEWS TERRENCE D
615 J.B. HUNT CORPORATE DRIVE
LOWELL, AR 72745

EVP, Marketing

Signatures

/s/ Debbie Willbanks, Attorney-in-Fact for Mr.
Matthews

11/08/2012

__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).

The Restricted Stock Award, approved by the Company's Compensation Committee, vests over a five-year period. There is no purchase price required by the recipient in connection with the award. Termination of the recipient's employment with the Company for any reason other than death or disability shall result in forfeiture of the award on the date of termination.

The Restricted Stock award, approved by the Company's Compensation Committee, vests over an eight-year period. There is no purchase price required by the recipient in connection with this award. Termination of the recipient's employment for any reason other than death or disability shall result in forfeiture of the award on the date of termination.

The Restricted Stock Award, approved by the Company's Compensation Committee and Board of Directors vests over a five-year period.

(3) There is no purchase price required by the recipient in connection with this award. Termination of the recipient's employment with the Company for any reason other than death or disability shall result in forfeiture of the award on the date of termination.

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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