

MATTHEWS TERRENCE D
 Form 4
 July 17, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 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
 (Street)
 LOWELL, AR 72745
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
 07/15/2012

____ Director
 ____ Officer (give title below) Other (specify below)
 EVP, Marketing

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

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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	07/15/2012		M		3,990	A	\$ 0	59,274	D
Common Stock	07/15/2012		M		4,000	A	\$ 0	63,274	D
Common Stock	07/15/2012		M		3,200	A	\$ 0	66,474	D
Common Stock	07/15/2012		M		3,000	A	\$ 0	69,474	D
Common Stock	07/15/2012		M		2,800	A	\$ 0	72,274	D

Edgar Filing: MATTHEWS TERRENCE D - Form 4

Common Stock	07/15/2012	M	3,600	A	\$ 0	75,874	D	
Common Stock	07/15/2012	F	6,885	D	\$ 59.09	68,989	D	
Common Stock						1,620	I	By Spouse
Common Stock (k)						110,617	D	
Common Stock (k)						9,097	I	By Spouse

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 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 (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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Restricted Stock	\$ 0 ⁽¹⁾	07/15/2012		M	3,990	07/15/2011 08/15/2015	Common Stock	3,990	
Restricted Stock	\$ 0 ⁽²⁾	07/15/2012		M	4,000	07/15/2009 08/15/2013	Common Stock	4,000	
Restricted Stock	\$ 0 ⁽²⁾	07/15/2012		M	3,200	07/15/2010 08/15/2014	Common Stock	3,200	
Restricted Stock	\$ 0	07/15/2012		M	3,000	07/15/2012 08/15/2022	Common Stock	3,000	
Restricted Stock	\$ 0 ⁽¹⁾	07/15/2012		M	2,800	07/15/2012 08/15/2015	Common Stock	2,800	
Restricted Stock	\$ 0 ⁽¹⁾	07/15/2012		M	3,600	07/15/2011 08/15/2015	Common Stock	3,600	
Restricted Stock	\$ 0 ⁽³⁾					07/15/2015 08/15/2015	Common Stock	17,000	

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			
	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 07/17/2012

**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).
- (1) 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.
- (2) The Restricted Stock Award, approved by the Company's Compensation Committee and Board of Directors vests over a five-year period. 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.
- (3) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.