

THOMPSON JAMES K
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 *
THOMPSON JAMES K

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 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board

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			12,000	A	\$ 0	102,417	D	
Common Stock	07/15/2012		M			5,000	A	\$ 0	107,417	D	
Common Stock	07/15/2012		M			20,800	A	\$ 0	128,217	D	
Common Stock	07/15/2012		M			16,640	A	\$ 0	144,857	D	
Common Stock	07/15/2012		M			10,000	A	\$ 0	154,857	D	

Edgar Filing: THOMPSON JAMES K - Form 4

Common Stock	07/15/2012	M	12,000	A	\$ 0	166,857	D
Common Stock	07/15/2012	F	25,568	D	\$ 59.09	141,289	D
Common Stock	07/15/2012	J ⁽¹⁾	13,125	D	\$ 59.09	128,164	D
Common Stock (k)						14,189	D

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 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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock	\$ 0 ⁽²⁾	07/15/2012		M	12,000	07/15/2011 08/16/2015	Common Stock	12,000	
Restricted Stock	⁽³⁾	07/15/2012		M	5,000	07/15/2013 08/15/2015	Common Stock	5,000	
Restricted Stock	\$ 0 ⁽²⁾	07/15/2012		M	20,800	07/15/2009 08/15/2013	Common Stock	20,800	
Restricted Stock	\$ 0 ⁽²⁾	07/15/2012		M	16,640	07/15/2010 08/15/2014	Common Stock	16,640	
Restricted Stock	⁽⁴⁾	07/15/2012		M	10,000	07/15/2012 08/15/2016	Common Stock	10,000	
Restricted Stock	⁽⁴⁾	07/15/2012		M	12,000	07/15/2012 08/15/2016	Common Stock	12,000	
Restricted Stock	⁽⁵⁾					07/15/2011 08/15/2016	Common Stock	35,000	
Right to Buy Stock	\$ 12.2					06/01/2009 10/23/2014	Common Stock	20,000	

Option

Right to

Buy Stock \$ 20.365

Option

06/01/2012 10/21/2015

Common
Stock

80,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THOMPSON JAMES K 615 J.B. HUNT CORPORATE DRIVE LOWELL, AR 72745	X		Chairman of the Board	

Signatures

/s/ David G. Mee,
Attorney-in-Fact

07/16/2012

__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) Transfer of shares pursuant to a divorce and confidential property settlement dated 1/7/2011

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

(2) 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 Compensation Committee, vests in a 25%, 25% and 50% increment. 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 other reason other than death or disability shall result in forfeiture of the award on the date of termination.

(4) 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.

(5) The Restricted Stock Award, approved by the Company's Compensation Committee and independent, non-employee directors, vests over a six-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 the forfeiture of this 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.