

THOMPSON JAMES K
Form 5
February 14, 2013

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB
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1. Name and Address of Reporting Person *
THOMPSON JAMES K

(Last) (First) (Middle)

615 J.B. HUNT CORPORATE
DRIVE

(Street)

LOWELL, AR 72745

(City) (State) (Zip)

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

3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2012

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) ☐ Other (specify below)
Chairman of the Board

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock (k)	12/31/2012	Â	J4 ⁽¹⁾	145 Amount (A) or (D) Price \$ 59.71	10,075	D	Â
Common Stock	Â	Â	Â	Â Â Â Â	90,164	D	Â

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

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SEC 2270
(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)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock	\$ 0 ⁽²⁾	Â	Â	Â	Â Â	07/15/2011	08/16/2015	Common Stock	36,000
Restricted Stock	Â	Â	Â	Â	Â Â	07/15/2011	08/15/2016	Common Stock	35,000
Restricted Stock	Â	Â	Â	Â	Â Â	07/15/2012	08/15/2016	Common Stock	101,000
Restricted Stock	Â	Â	Â	Â	Â Â	07/15/2013	08/15/2015	Common Stock	30,000
Restricted Stock	\$ 0	Â	Â	Â	Â Â	07/15/2013	08/15/2017	Common Stock	38,100
Restricted Stock	\$ 0 ⁽²⁾	Â	Â	Â	Â Â	07/15/2009	08/15/2013	Common Stock	20,800
Right to Buy Stock Option	\$ 12.2	Â	Â	Â	Â Â	06/01/2009	10/23/2014	Common Stock	20,000
Right to Buy Stock Option	\$ 20.365	Â	Â	Â	Â Â	06/01/2012	10/21/2015	Common Stock	80,000
Restricted Stock	\$ 0 ⁽²⁾	Â	Â	Â	Â Â	07/15/2010	08/15/2014	Common Stock	33,280

Reporting Owners

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

Signatures

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

02/14/2013

__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) Adjustment of shares in 401(k) at year end

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.

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.

(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 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.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.