

OLD DOMINION FREIGHT LINE INC/VA
Form SC 13G/A
February 12, 2010

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

Information To Be Included In Statements Filed

Pursuant To Rules 13d-1(B), (C) And (D) And

Amendments Thereto Filed Pursuant To Rule 13d-2(B)

(Amendment No. 2)*

OLD DOMINION FREIGHT LINE, INC.

(Name of issuer)

Common Stock (par value \$0.10 per share)

(Title of class of securities)

679580100

(CUSIP number)

December 31, 2009

(Date of event which requires filing of this statement)

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Check the appropriate box to designate the rule pursuant to which this schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Audrey L. Congdon

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

USA

5. Sole voting power

Number of

shares 480,322 (See Item 4)
6. Shared voting power

beneficially

owned by 1,552,035 (See Item 4)
each 7. Sole dispositive power

reporting

person 480,322 (See Item 4)
8. Shared dispositive power

with:

1,552,035 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

2,032,357

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

5.5%

12. Type of reporting person

IN (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Audrey L. Congdon, Custodian

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

USA

5. Sole voting power

Number of

shares -0- (See Item 4)

6. Shared voting power

beneficially

owned by

each 206,136 (See Item 4)

7. Sole dispositive power

reporting

person -0- (See Item 4)

8. Shared dispositive power

with:

206,136 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

206,136

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.6%

12. Type of reporting person

IN (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

John B. Yowell

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

USA

5. Sole voting power

Number of

shares **-0- (See Item 4)**
6. Shared voting power

beneficially

owned by **87,196 (See Item 4)**
each 7. Sole dispositive power

reporting

person **-0- (See Item 4)**
8. Shared dispositive power

with:

87,196 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

87,196

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.2%

12. Type of reporting person

IN (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares -0- (See Item 4)

6. Shared voting power

beneficially

owned by

each 171,459 (See Item 4)

7. Sole dispositive power

reporting

person -0- (See Item 4)

8. Shared dispositive power

with:

171,459 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

171,459

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.5%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares -0- (See Item 4)
6. Shared voting power

beneficially

owned by 31,389 (See Item 4)
each 7. Sole dispositive power

reporting

person -0- (See Item 4)
8. Shared dispositive power

with:

31,389 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

31,389

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.1%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Audrey L. Congdon Revocable Trust, dated March 27, 1992

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares -0- (See Item 4)

6. Shared voting power

beneficially

owned by

547,676 (See Item 4)

7. Sole dispositive power

each

reporting

person -0- (See Item 4)

8. Shared dispositive power

with:

547,676 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

547,676

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

1.5%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Audrey Lee Congdon Revocable Trust, dated February 17, 2005

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares -0- (See Item 4)
6. Shared voting power

beneficially

owned by 91,297 (See Item 4)
each 7. Sole dispositive power

reporting

person -0- (See Item 4)
8. Shared dispositive power

with:

91,297 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

91,297

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.2%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Karen C. Pigman February 2009 Grantor Retained Annuity Trust

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares 132,749 (See Item 4)
6. Shared voting power

beneficially

owned by -0- (See Item 4)
each 7. Sole dispositive power

reporting

person 132,749 (See Item 4)
8. Shared dispositive power

with:

-0- (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

132,749

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.4%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Irrevocable Trust, dated December 18, 1998, fbo Megan Yowell

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares -0- (See Item 4)
6. Shared voting power

beneficially

owned by 38,799 (See Item 4)
each 7. Sole dispositive power

reporting

person -0- (See Item 4)
8. Shared dispositive power

with:

38,799 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

38,799

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.1%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Irrevocable Trust, dated December 18, 1998, fbo Seth Yowell

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares -0- (See Item 4)
6. Shared voting power

beneficially

owned by 38,799 (See Item 4)
each 7. Sole dispositive power

reporting

person -0- (See Item 4)
8. Shared dispositive power

with:

38,799 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

38,799

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.1%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Melissa Penley Trust #1

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares 84,600 (See Item 4)

6. Shared voting power

beneficially

owned by

each -0- (See Item 4)

7. Sole dispositive power

reporting

person 84,600 (See Item 4)

8. Shared dispositive power

with:

-0- (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

84,600

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.2%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Matthew Penley Trust #1

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares 84,598 (See Item 4)
6. Shared voting power

beneficially

owned by -0- (See Item 4)
each 7. Sole dispositive power

reporting

person 84,598 (See Item 4)
8. Shared dispositive power

with:

-0- (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

84,598

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.2%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Mark Penley Trust #1

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares 84,598 (See Item 4)

6. Shared voting power

beneficially

owned by

each -0- (See Item 4)

7. Sole dispositive power

reporting

person 84,598 (See Item 4)

8. Shared dispositive power

with:

-0- (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

84,598

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.2%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Karen C. Pigman Grantor Retained Annuity Trust

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares **-0- (See Item 4)**

6. Shared voting power

beneficially

owned by

each **-0- (See Item 4)**

7. Sole dispositive power

reporting

person **-0- (See Item 4)**

8. Shared dispositive power

with:

-0- (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

-0-

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.0%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Karen C. Pigman 2006 Grantor Retained Annuity Trust

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares -0- (See Item 4)
6. Shared voting power

beneficially

owned by -0- (See Item 4)
each 7. Sole dispositive power

reporting

person -0- (See Item 4)
8. Shared dispositive power
with:

-0- (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

-0-

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.0%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Karen C. Pigman 2007 Grantor Retained Annuity Trust

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares -0- (See Item 4)
6. Shared voting power

beneficially

owned by -0- (See Item 4)
each 7. Sole dispositive power

reporting

person -0- (See Item 4)
8. Shared dispositive power
with:

-0- (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

-0-

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.0%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Earl E. Congdon 2003 GRAT Remainder Trust

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

Florida

5. Sole voting power

Number of

shares -0- (See Item 4)
6. Shared voting power

beneficially

owned by 287,101 (See Item 4)
each 7. Sole dispositive power

reporting

person -0- (See Item 4)
8. Shared dispositive power

with:

287,101 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

287,101

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.8%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Audrey L. Congdon March 2008 Grantor Retained Annuity Trust

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares -0- (See Item 4)
6. Shared voting power

beneficially

owned by 46,230 (See Item 4)
each 7. Sole dispositive power

reporting

person -0- (See Item 4)
8. Shared dispositive power

with:

46,230 (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

46,230

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.1%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. Identification no. of above persons (entities only)

Karen C. Pigman March 2008 Grantor Retained Annuity Trust

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares 43,245 (See Item 4)
6. Shared voting power

beneficially

owned by -0- (See Item 4)
each 7. Sole dispositive power

reporting

person 43,245 (See Item 4)
8. Shared dispositive power

with:

-0- (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

43,245

10. Check if the aggregate amount in Row (9) excludes certain shares

11. Percent of class represented by amount in Row 9

0.1%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

1. Name of reporting person

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Karen C. Pigman Irrevocable Trust Number One

2. Check the appropriate box if a member of a group

(a) (b)

3. SEC use only

4. Citizenship or place of organization

North Carolina

5. Sole voting power

Number of

shares 50,532 (See Item 4)
6. Shared voting power

beneficially

owned by -0- (See Item 4)
each 7. Sole dispositive power

reporting

person 50,532 (See Item 4)
8. Shared dispositive power

with:

-0- (See Item 4)

9. Aggregate amount beneficially owned by each reporting person

50,532

10. Check if the aggregate amount in row (9) excludes certain shares

11. Percent of class represented by amount in row 9

0.1%

12. Type of reporting person

OO (See Item 4)

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CUSIP No. 679580100

Item 1. (a) Name of Issuer:

Old Dominion Freight Line, Inc.

(b) Address of Issuer's Principal Executive Offices:

500 Old Dominion Way

Thomasville, NC 27360

Item 2. (a) Names of Persons Filing:

(i) Audrey L. Congdon

(ii) Audrey L. Congdon, Custodian

(iii) John B. Yowell

(iv) Audrey L. Congdon Irrevocable Trust #1, dated December 1, 1992

(v) Audrey L. Congdon Irrevocable Trust #2, dated May 28, 2004

(vi) Audrey L. Congdon Revocable Trust, dated March 27, 1992

(vii) Audrey Lee Congdon Revocable Trust, dated February 17, 2005

(viii) Karen C. Pigman February 2009 Grantor Retained Annuity Trust

(ix) Irrevocable Trust Agreement, dated December 18, 1998, fbo Megan Yowell

(x) Irrevocable Trust Agreement, dated December 18, 1998, fbo Seth Yowell

(xi) Melissa Penley Trust #1

(xii) Matthew Penley Trust #1

(xiii) Mark Penley Trust #1

(xiv) Karen C. Pigman Grantor Retained Annuity Trust

(xv) Karen C. Pigman 2006 Grantor Retained Annuity Trust

(xvi) Karen C. Pigman 2007 Grantor Retained Annuity Trust

(xvii) Earl E. Congdon 2003 GRAT Remainder Trust

(xviii) Audrey L. Congdon March 2008 Grantor Retained Annuity Trust

(xix) Karen C. Pigman March 2008 Grantor Retained Annuity Trust

(xx) Karen C. Pigman Irrevocable Trust Number One