

OLD DOMINION FREIGHT LINE INC/VA  
Form 8-K  
July 27, 2015  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
July 23, 2015  
(Date of earliest event reported)

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OLD DOMINION FREIGHT LINE, INC.  
(Exact name of registrant as specified in its charter)

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| Virginia<br>(State or other jurisdiction<br>of incorporation)<br>500 Old Dominion Way<br>Thomasville, North Carolina 27360<br>(Address of principal executive offices)<br>(Zip Code)<br>(336) 889-5000<br>(Registrant's telephone number, including area code) | 0-19582<br>(Commission<br>File Number) | 56-0751714<br>(I.R.S. Employer<br>Identification No.) |
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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e)

On July 23, 2015, Old Dominion Freight Line, Inc. (the “Company”) and Earl E. Congdon, Executive Chairman of the Company’s Board of Directors, entered into an amendment, effective as of November 1, 2015 (the “Amendment”), to the Second Amended and Restated Employment Agreement between the Company and Mr. Congdon, originally effective as of November 1, 2012 (the “Employment Agreement”). The term of the Employment Agreement was scheduled to expire November 1, 2015, and the Amendment extends the term of the Employment Agreement through November 1, 2018. The foregoing summary of the Amendment is not complete and is qualified in its entirety by reference to the Amendment, a copy of which is filed as Exhibit 10.17.19 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| Exhibit No. | Description  |
|-------------|--|
| 10.17.19    | First Amendment to Second Amended and Restated Employment Agreement by and between Old Dominion Freight Line, Inc. and Earl E. Congdon, effective as of November 1, 2015 |

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OLD DOMINION FREIGHT LINE, INC.

By: /s/ John P. Booker, III  
John P. Booker, III  
Vice President – Controller  
(Principal Accounting Officer)  
Date: July 27, 2015

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EXHIBIT INDEX  
TO CURRENT REPORT ON FORM 8-K

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|----------------|--|
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