Edgar Filing: FORWARD AIR CORP - Form 4

FORWARD	AIR CORP													
Form 4														
March 18, 20)15													
FORM	4									PPROVAL				
. •	• • UNITED	STATES		ITIES AI hington, 1			NGE (COMMISSION	OMB Number:	3235-0287				
Check the									Expires:	January 31,				
if no longer subject to Section 16. Form 4 or				GES IN BENEFICIAL OWNERSHIP OF SECURITIES				Estimated average burden hours per response 0.5						
Form 5 obligation may cont <i>See</i> Instru 1(b). (Print or Type F	ns Section 17(a inue. action	a) of the		ility Hold	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	934,					
(I fint of Type I	(csponses)													
CAMPBELL BRUCE A Symbol				r Name and Ticker or Trading ARD AIR CORP [FWRD]				5. Relationship of Reporting Person(s) to Issuer						
					-	FWR	D]	(Chec	ck all applicable	e)				
(Last) (First) (Middle) 3. Date o (Month/I 430 AIRPORT ROAD 03/04/2				-				X Director 10% Owner X Officer (give title Other (specify below) below) Chairman, President & CEO						
	(Street) 4. If Amen Filed(Mont				-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
GREENEV	ILLE, TN 37745								More than One R					
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned				
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Dec (Month/Day/Year) Executi any (Month		on Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)		SecuritiesHBeneficially()OwnedHFollowing()ReportedH	5. Ownership Form: Direct D) or ndirect (I) Instr. 4)							
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)						
Common Stock	03/04/2015			A	7,453 (1)	A	\$ 0	157,012	D					
Common Stock	03/04/2015			F <u>(2)</u>	2,038	D	\$0	154,974	D					

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

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
CAMPBELL BRUCE A 430 AIRPORT ROAD GREENEVILLE, TN 37745	Х		Chairman, President & CEO					
Signatures								
/s/ Michael P. McLean, Attorney-in-Fact		2015						

<u>**</u>Signature of Reporting Person

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).

Date

Shares awarded in conjunction with a Performance Share Agreement issued on 2/7/12 under the Forward Air Corporation Amended and Restated Stock Option and Incentive Plan. In accordance with the Performance Share Agreement, the number of shares awarded was

- (1) Restated Stock Option and incentive Fian. In accordance with the Performance Share Agreement, the number of shares awarded was determined based on the three year performance of Forward Air Corporation common stock as compared to the share price performance of a selected peer group.
- (2) Stock withheld by Issuer to satisfy minimum tax withholding obligation on award of stock.

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.