

PALMER KAY J
Form 5
January 31, 2013

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

1. Name and Address of Reporting Person *
PALMER KAY J

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)

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

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)
EVP, Chief Information Officer

615 J.B. HUNT CORPORATE DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

LOWELL, AR 72745

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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) Amount (A) or (D) Price | 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 | 02/06/2011 | Â | G | 150 D \$ 43.39 | 80,242 | D | Â |
| Common Stock (k) | 12/31/2012 | Â | J4 ⁽¹⁾ | 91 A \$ 59.71 | 13,089 | D | Â |
| Common Stock | 07/15/2012 | Â | J4 ⁽²⁾ | 2,992 A \$ 55.18 | 80,242 | D | Â |

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

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SEC 2270
(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|----------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | |
| Restricted Stock | \$ 0 ⁽³⁾ | Â | Â | Â | Â | Â | 07/15/2011 | 08/15/2015 | Common Stock | 15,006 |
| Restricted Stock | Â | Â | Â | Â | Â | Â | 07/15/2012 | 08/15/2015 | Common Stock | 11,200 |
| Restricted Stock | \$ 0 | Â | Â | Â | Â | Â | 07/15/2012 | 08/15/2016 | Common Stock | 12,000 |
| Restricted Stock | \$ 0 | Â | Â | Â | Â | Â | 07/15/2013 | 08/15/2016 | Common Stock | 12,500 |
| Restricted Stock | \$ 0 ⁽⁵⁾ | Â | Â | Â | Â | Â | 07/15/2015 | 08/15/2015 | Common Stock | 17,000 |
| Restricted Stock | \$ 0 ⁽³⁾ | Â | Â | Â | Â | Â | 07/15/2009 | 08/15/2013 | Common Stock | 3,400 |
| Restricted Stock | \$ 0 ⁽³⁾ | Â | Â | Â | Â | Â | 07/15/2010 | 08/15/2014 | Common Stock | 5,440 |
| Right to Buy Stock Option | \$ 12.2 | Â | Â | Â | Â | Â | 06/01/2009 | 10/23/2014 | Common Stock | 8,000 |
| Right to Buy Stock Option | \$ 20.365 | Â | Â | Â | Â | Â | 06/01/2012 | 10/21/2015 | Common Stock | 26,666 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

PALMER KAY J
615 J.B. HUNT CORPORATE DRIVE ^ ^ ^ EVP, Chief Information Officer
LOWELL, AR 72745

Signatures

/s/ Debbie Willbanks, Attorney-in-Fact for Kay
Palmer

01/31/2013

__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

Adjustment to correct balance of shares owned. Shares were gained from a SDS exercise of a stock option on 7/15/2012. The transaction was incorrectly reported as a sale rather than an exercise to cover costs and retain the remaining shares. Cost basis for the new shares kept was \$55.18.

(3) The Restricted Stock Award, approved by the Company's Compensation Committee, vests over a five-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 forfeiture of the award on the date of termination.

(4) The Restricted Stock Award, approved by the Company's Compensation Committee, vests over a four-year period. There is no purchase price required by the recipient in connection with the award. Termination of recipient's employment with the Company for any reason other than death or disability shall result in forfeiture of the awards on the date of termination.

(5) 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.

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.