Edgar Filing: MARTEN TRANSPORT LTD - Form 4

MARTEN TH Form 4 October 01, 2	RANSPORT L' 015	TD									
FORM	Λ								OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCH Washington, D.C. 20549									OMB Number:	3235-0287	
Subject to Section 16. Form 4 or				GES IN BENEFICIAL OWNER SECURITIES 6(a) of the Securities Exchange Act					Expires: Estimated a burden hou response	irs per	
obligation may conti <i>See</i> Instru- 1(b).	$\frac{s}{nue.}$ Section 17	7(a) of the		ility Hold	ing Com	pany	Act o	of 1935 or Sectio	n		
(Print or Type R	esponses)										
Hinnendael James J Symbol MARTE			TEN TRANSPORT LTD				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 129 MARTE	(Month/Da			Date of Earliest Transaction Ionth/Day/Year) D/30/2015 If Amendment, Date Original led(Month/Day/Year)				Director 10% Owner XOfficer (give title Other (specify below) below) Exec. Vice President and CFO			
								6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
MONDOVI,	WI 54755								More than One Re		
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executionary		3. Transactic Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) c l of (D 4 and (A)))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	09/30/2015			Code V A	Amount 14.59 (1)	or (D) A	Price \$ 0	(Instr. 3 and 4) 26,402.39 (2)	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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. Transactic Code (Instr. 8)	5. oriNumber 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		

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Reporting Owners

Reporting Owner Name / Addr	ess	Relationships							
	Director	10% Owner	Officer	Other					
Hinnendael James J 129 MARTEN STREET MONDOVI, WI 54755			Exec. Vice President and CFO						
Signatures									
/s/ James J. Hinnendael	10/01/2015								
**Signature of Reporting	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) Represents dividend equivalent rights that accrued on September 30, 2015.

Includes: (i) 1,175 shares granted under a Performance Unit Award Agreement that vest on 12/31/2015 through 12/31/2019; (ii) 960 shares granted under a Performance Unit Award Agreement that vest on 12/31/2015 through 12/31/2018, (iii) 1,080 shares granted under

(2) a Performance Unit Award Agreement that vest on 12/31/2015 through 12/31/2017, (iv) 360 shares granted under a Performance Unit Award Agreement that vest on 12/31/2015, (v) 705 shares granted under a Performance Unit Award Agreement that vest on 12/31/2015 through 12/31/2016 and (vi) 9,454.39 shares that the reporting person has deferred under the Issuer's deferred compensation plan.

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.

Person