

THOMPSON JAMES K  
Form 5  
February 07, 2012

**FORM 5**

OMB APPROVAL

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

OMB Number: 3235-0362  
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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 \*  
THOMPSON JAMES K

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)  
12/31/2011

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman of the Board

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) (Instr. 3, 4 and 5) | (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|------------------------|--|--|-----------------------------------|
| Common Stock (k)                | 12/31/2011                           | Â  | J4 <sup>(1)</sup>              | 169   | A          | \$ 0<br><sup>(1)</sup> | 14,189   | D  | Â                                 |
| Common Stock                    | Â                                    | Â  | Â                              | Â   | Â          | Â                      | 100,000  | D  | Â                                 |

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

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SEC 2270 (9-02)

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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. 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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|------------------|---|--------------|----------------------------|
|  |  |                                      |  |                                | (A)   | (D)  | Date Exercisable | Expiration Date   | Title        | Amount or Number of Shares |
| Restricted Stock                           | \$ 0 <sup>(2)</sup>                                    | Â                                    | Â  | Â                              | Â   | Â  | 07/15/2011       | 08/16/2015  | Common Stock | 48,000                     |
| Restricted Stock                           | Â  | Â                                    | Â  | Â                              | Â   | Â  | 07/15/2011       | 08/15/2016  | Common Stock | 35,000                     |
| Restricted Stock                           | Â  | Â                                    | Â  | Â                              | Â   | Â  | 07/15/2012       | 08/15/2016  | Common Stock | 123,000                    |
| Restricted Stock                           | Â  | Â                                    | Â  | Â                              | Â   | Â  | 07/15/2013       | 08/15/2015  | Common Stock | 35,000                     |
| Restricted Stock                           | \$ 0 <sup>(2)</sup>                                    | Â                                    | Â  | Â                              | Â   | Â  | 07/15/2009       | 08/15/2013  | Common Stock | 41,600                     |
| Restricted Stock                           | \$ 0 <sup>(2)</sup>                                    | Â                                    | Â  | Â                              | Â   | Â  | 07/15/2010       | 08/15/2014  | Common Stock | 49,920                     |
| Right to Buy Stock Option                  | \$ 7.08  | Â                                    | Â  | Â                              | Â   | Â  | 06/01/2004       | 10/24/2013  | Common Stock | 17,792                     |
| Right to Buy Stock Option                  | \$ 12.2  | Â                                    | Â  | Â                              | Â   | Â  | 06/01/2009       | 10/23/2014  | Common Stock | 40,000                     |
| Right to Buy Stock Option                  | \$ 20.365  | Â                                    | Â  | Â                              | Â   | Â  | 06/01/2012       | 10/21/2015  | Common Stock | 100,000                    |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| THOMPSON JAMES K<br>615 J.B. HUNT CORPORATE DRIVE<br>LOWELL, AR 72745 | Â X           | Â         | Â Chairman of the Board | Â     |

## Signatures

/s/ David G. Mee,  
Attorney-in-Fact

02/07/2012

\_\_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

The Restricted Stock Award, approved by the Company's Compensation Committee and Board of Directors vests over a five-year period.

- (2) 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.

The Restricted Stock Award, approved by the Company's Compensation Committee and independent, non-employee directors, vests over a six-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 the forfeiture of this award on the date of termination.

- (3)

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.

- (4)

The restricted stock award, approved by the Compensation Committee, vests in a 25%, 25% and 50% increment. 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 other reason other than death or disability shall result in forfeiture of the award on the date of termination.

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