FORWARD AIR CORP

Form 4

November 02, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

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5 Deletionship of Deporting Degrap(s) t

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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(b).

(Print or Type Responses)

1 Name and Address of Departing De

CLARKE ANDREW C			2. Issue Symbol	r Name an	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
			FORW.	ARD AI	R CORP [FWRD]	(Chec	ck all applicable	e)		
(Last)	(First)	(Middle)	3. Date o	f Earliest 7	Transaction					
			(Month/I	Day/Year)		_X_ Director				
430 AIRPORT ROAD			10/31/2005			_X_ Officer (giv below)	te titleOther	er (specify		
						CF	O & Senior VP			
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
			Filed(Mo	nth/Day/Ye	ar)	Applicable Line)				
						X Form filed by Form filed by !	1 0			
GREENEV	ILLE, TN 377	45				Person	viole than One Ke	porting		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acq	uired, Disposed o	f, or Beneficial	ly Owned		
1.Title of Security	2. Transaction I (Month/Day/Ye			3. Transact	4. Securities Acquired ion(A) or Disposed of (D)	5. Amount of Securities	6. Ownership Form: Direct			

		1401	CI MON D	CIIVALIVE	Secui	rics ricq	un eu, Disposeu o	, or Deficile	iy Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	10/31/2005		M	300	A	\$ 13.25	3,040	D	
Common Stock	10/31/2005		S	300	D	\$ 35.52	2,740	D	
Common Stock	10/31/2005		M	40	A	\$ 13.25	2,780	D	
Common Stock	10/31/2005		S	40	D	\$ 35.5	2,740	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)	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	O)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 13.25	10/31/2005		M	34	40	02/07/2004	02/07/2013	Common Stock	340

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CLARKE ANDREW C 430 AIRPORT ROAD GREENEVILLE, TN 37745	X		CFO & Senior VP				

Signatures

By: /s/ Lera Doherty, Attorney-in-Fact

11/02/2005

**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).

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.

Reporting Owners 2