Edgar Filing: MARTEN TRANSPORT LTD - Form 4

MARTEN T Form 4 March 02, 20	RANSPORT L')16	ГD									
FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. STATEMENT O Filed pursuant to 5 Section 17(a) of the			S SECURITIES AND EXCHANGE C Washington, D.C. 20549 F CHANGES IN BENEFICIAL OW SECURITIES Section 16(a) of the Securities Exchang Public Utility Holding Company Act of					NERSHIP OF e Act of 1934, 7 1935 or Section	OMB Number: Expires: Estimated a burden hou response		
See Instru 1(b). (Print or Type F		30(II)	or the m	vestment	Compan	iy Ac	1 01 194	÷U			
1. Name and Address of Reporting Person * 2 TURNER JOHN H Syn				Name and EN TRAN]			-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(M			3. Date of (Month/D 03/01/20	-	ansaction			Director 10% Owner X Officer (give title Other (specify below) Senior Vice President of Sales			
				ndment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Aca	Person uired, Disposed of	. or Beneficial	lv Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Executio any		3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	ties A ispose 4 and (A) or	cquired d of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
Common Stock	03/01/2016			Code V A	Amount 3,574 (1)	(D) A	Price \$ 0	24,589.21 <u>(2)</u>	D		
Common Stock	03/01/2016			F	1,043	D	\$ 16.55	23,546.21 <u>(2)</u>	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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
TURNER JOHN H 129 MARTEN STREET MONDOVI, WI 54755			Senior Vice President of Sales				
Signatures							
/s/ James J. Hinnendael, attorney-in-fact							
**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) Includes 2,551 shares that the reporting person has deferred under the Issuer's deferred compensation plan.

Includes: (i) 940 shares granted under a Performance Unit Award Agreement that vest on 12/31/2016 through 12/31/2019; (ii) 705 shares granted under a Performance Unit Award Agreement that vest on 12/31/2016 through 12/31/2018, (iii) 705 shares granted under a

(2) Performance Unit Award Agreement that vest on 12/31/2016 through 12/31/2017, (iv) 344 shares granted under a Performance Unit Award Agreement that vest on 12/31/2016 and (v) 11,974.21 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.