

Gerdin Ann S  
Form 4  
December 02, 2011

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Gerdin Ann S

2. Issuer Name **and** Ticker or Trading  
Symbol  
HEARTLAND EXPRESS INC  
[HTLD]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
901 NORTH KANSAS AVENUE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/30/2011

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

NORTH LIBERTY, IA 52317

4. If Amendment, Date Original  
Filed(Month/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  
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)				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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/30/2011		G <sup>(1)</sup>	V	7,363,347	D	\$ 0	12,714,214	I	By GRATs <sup>(1)</sup>
Common Stock	11/30/2011		G <sup>(1)</sup>	V	7,519,178	D	\$ 0	5,195,036	I	By GRATs <sup>(1)</sup>
Common Stock	11/30/2011		G <sup>(1)</sup>	V	5,195,036	D	\$ 0	0	I	By GRATS <sup>(1)</sup>
Common Stock								773,194	I	By Trust <sup>(2)</sup>
Common Stock								1,936,276	I	By, GFI, LP <sup>(3)</sup>

## Edgar Filing: Gerdin Ann S - Form 4

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.**

SEC 1474  
(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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

Gerdin Ann S  
901 NORTH KANSAS AVENUE  
NORTH LIBERTY, IA 52317

X

## Signatures

/s/Ann S. Gerdin                      12/02/2011

\_\_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) Shares held by three grantor retained annuity trusts for the benefit of the reporting person. Mr. Russell A. Gerdin, deceased spouse of the reporting person, previously served as trustee with respect to each GRAT. Michael J. Gerdin was appointed as successor trustee over the GRATS upon the death of Mr. Russell A. Gerdin.

(2) Shares owned by the revocable trusts of the reporting person and her deceased spouse over which the reporting person serves as trustee for each trust.

(3) Gerdin Family Investments, LP (the "GFI") owns a voting trust certificate representing 1,936,276 shares of Heartland Express, Inc. common stock. The reporting person is a general partner of GFI. Although the entire number of shares controlled by GFI is disclosed herein (as permitted by SEC rules), the reporting person disclaims beneficial ownership of shares in excess of the number attributable to her ownership interest. The reporting person is not a voting trustee and has no power to vote the shares in which GFI has an interest.

## Edgar Filing: Gerdin Ann S - Form 4

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.