STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | pe Response | 28) | | | | | | | | | | | | | |
|---|---|--|--|---|---|--|--|---|---|---|--|---------------------------------------|---|--|--|
| 1. Name and Address of Reporting Person * BELL RODNEY L | | | | 2. Issuer Name and Ticker or Trading Symbol FORWARD AIR CORP [FWRD] | | | | | | 5 | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | |
| | (Last) (First) (Middle) 430 AIRPORT ROAD | | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/03/2016 | | | | | | X Officer (give title below) Other (specify below) CFO, SVP & Treasurer | | | | |
| (Street) GREENEVILLE, TN 37745 | | | | 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 Acqu | | | | | | ies Acquir | lired, Disposed of, or Beneficially Owned | | | | |
| 1.Title of Security (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, any (Month/Day/Yea | | Code (Instr. | (A) or Disposed (Instr. 3, 4 and 5 | | of (D) C | . Amount of Securities Beneficially lyvned Following Reported transaction(s) instr. 3 and 4) | | d C | | Beneficial Ownership | | |
| | | | | | | Cod | e V | Amount | (A) or (D) | Price | | | (I) | r Indirect () nstr. 4) | Instr. 4) |
| Common | Stock | | 02/03/2016 | | | М | 2 | 25,557 | A | \$ 22.87 | 05,308.2789 |) <u>(1)</u> | I |) | |
| | | | | | | | conta | ined in t | this fo | rm are n | collection of co | o respond | d unless the | SEC I | 474 (9-02) |
| | | | | | | | | | | ma to the | : conection | or intorma | uon | SEC I | 4/4(9-02) |
| 1. Title of Derivative Security (Instr. 3) | Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | (e.g., put 4. Transact Code | 5. Number of Deriv | mber ative | conta form | ined in to displays posed of, convertib ercisable Date | this fo a cur or Ber ole secu | rently vaneficially (arities) | ot required to lid OMB core Owned Id Amount of the general securities | o respond ntrol numbers | d unless the | 10. | 11. Naturi ip of Indire Beneficia Ownersh |
| Derivative Security | Conversion or Exercise Price of | Date | 3A. Deemed Execution Date, if any | (e.g., put 4. Transact Code | s, calls, wa 5. Num of Deriv Secur Acqui (A) on | arrants, mber ative ities ired sed of | conta form of uired, Disp options, of 6. Date Ex Expiration | ined in to displays posed of, convertib ercisable Date | this fo a cur or Ber ole secu | rently vaneficially (arities) 7. Title an Underlyin | ot required to lid OMB core Owned and Amount of g Securities and 4) | 8. Price of Derivative Security | 9. Number o Derivative Securities Beneficially | Ownersh Form of Derivativ Security: Direct (I or Indire | 11. Natur of Indire Beneficia Ownersh (Instr. 4) |
| Derivative Security | Conversion or Exercise Price of Derivative | Date | 3A. Deemed Execution Date, if any | (e.g., put 4. Transact Code | s, calls, was 5. Number of Deriv Secur Acqui (A) on Dispo (D) (Instr. | mber ative ities ired seed of 3, 4, | conta form of uired, Disp options, of 6. Date Ex Expiration | ined in the displays of the convertible errors able Date by Year) | this for a cur or Ber ole secu and | rently vaneficially (arities) 7. Title an Underlyin | ot required to lid OMB core Owned Id Amount of the general securities | 8. Price of Derivative Security | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(| Ownersh Form of Derivativ Security: Direct (I or Indire | 11. Natur of Indire Beneficia Ownersh (Instr. 4) |

| | Relationships | | | | | | |
|--|---------------|-----------|----------------------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| BELL RODNEY L 430 AIRPORT ROAD GREENEVILLE, TN 37745 | | | CFO, SVP & Treasurer | | | | |

Signatures

| /s/ Michael P. McLean, Attorney-in-Fact | 02/04/2016 |
|---|------------|
| 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 12.5631 shares acquired under the Issuer's employee stock purchase plan in June and December 2015.
- (2) This option vests 33-1/3% each year over a three year period commencing on 2/8/10.

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.