FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Option

(Right

to Buy) Stock Option

(Right

to Buy) Stock Option

(Right

to Buy)

\$ 47.82

\$ 43.67

\$ 47.82

08/04/2020

08/04/2020

08/05/2020

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

| Instru | ction 1(b). | | | 111 | ive | sume | ni Con | ірапу | Acı | 01 192 | +0 | | | | | | | |
|---|-------------------------|--|---|---|--|------------|---|---|------------|-----------------------------|--|--|--|----------------------------------|---|--|---------|-----------------------|
| (Print or Ty | pe Response | s) | | | | | | | | | | | | | | | | |
| Name and Address of Reporting Person JEWELL MATTHEW J | | | | 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) 1915 SNAPPS FERRY ROAD, BUILDING N | | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/04/2020 | | | | | | | | Officer (give title below) X Other (specify below) Former Officer | | | | | | |
| (Street) | | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | | 6. Individual or Joint/Group FilingCheck Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | |
| | EVILLE, T | | (7:-) | | | | | | | | | | | | | | | |
| (City | y) | (State) | (Zip) | | | | Table | e I - No | n-De | erivativ | e Securi | ties Acquir | ed, Disposed | of, or Bene | ficially Own | ied | | |
| 1.Title of Security (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code (Instr. | (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | | | Ownership Form: Direct (D) | rship of Be | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | Coo | de ' | V A | Amount | (A) or (D) | Price | | | | or Ind (I) (Instr. | l` | istr. 4) |
| Common | Stock | | 08/04/2020 | | | | M | I | 7 | 7,349 | A | \$ 42.48 | 56,809.554 | 1 | | D | | |
| Common Stock 08/04/2020 | | | 08/04/2020 | | | | M |] | 3 | 3,033 A \$ 47.82 | | \$ 47.82 | 59,842.5541 | | | D | | |
| Common | Common Stock 08/04/2020 | | | | | | M | [| 9 | ,379 | A | \$ 43.67 | 69,221.554 | 1 | | D | | |
| Common Stock 08/04/202 | | | 08/04/2020 | | | | S | | 1 | 9,761 | 11) | \$ 53.6732 | 49,460.5541 | | | D | | |
| Common Stock 08/05/2020 | | | | | M |] | 5 | ,858 | A | \$ 47.82 | 55,318.5541 | | D | | | | | |
| Common Stock 08/0 | | | 08/05/2020 | | | S | | 5 | 5,858 | D | \$ 54.6091 | 49,460.5541 | | | D | | | |
| Reminder: | Report on a s | separate line for eac | th class of securities | - Derivat | tive | Secu | rities A | P ir d | erson this | ons wh s form ays a c | are not currently of, or Be | t required y valid ON neficially C | collection c to respond IB control n | unless the | | ned | SEC 147 | 74 (9-02) |
| 1. Title of | 2 | 3. Transaction | 3A. Deemed | (e.g., pt | ıts, | | warran Jumber | | | convert ercisable | tible secu | 1 | d Amount of | 8 Price of | 9. Number | of 10 | | 11. Natu |
| Derivative Conversion Dat | | Date | | | Transaction of Code Deri (Instr. 8) Secu Acqu (A) O Disp of (I | | expiration (Month/Interpretation of the content of | | tion | n Date | | Underlying Securities (Instr. 3 and 4) | | | Derivative Securities Beneficially Owned Following Reported Transactior (Instr. 4) | Ownership Form of Derivative Security: Direct (D) or Indirect | | of Indire Benefici |
| | | | | Code | V | (A) | (D) | Date Exerci | isable | Expirate Date | ation | Title | Amount or Number of Shares | | | | | |
| Stock Option (Right to Buy) | \$ 42.48 | 08/04/2020 | | М | | | 7,349 | (| <u>1)</u> | 02/0 | 6/2021 | Common | n 7,349.00 | \$ 0 | 0 | | D | |
| Stock | | | | | | | | | | | | | | | | | | |

<u>(2)</u>

<u>(3)</u>

<u>(2)</u>

3,033

9,379

5,858

M

M

M

02/06/2024

02/08/2023

02/06/2024

Common

Stock

Common

Stock

Common

Stock

3,033.00

9,379.00

5,858.00

\$0

\$0

\$0

6,065

0

207

D

D

D

Reporting Owners

| | Relationships | | | | | | | |
|---|---------------|--------------|---------|----------------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| JEWELL MATTHEW J 1915 SNAPPS FERRY ROAD BUILDING N GREENEVILLE, TN 37745 | | | | Former Officer | | | | |

Signatures

| /s/ Michael L. Hance, Attorney-in-Fact | 08/06/2020 | | | |
|--|------------|--|--|--|
| 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) This option vests 33-1/3% each year over a three year period commencing on 2/6/15.
- (2) This option vests 33-1/3% each year over a three year period commencing on 2/6/18.
- (3) This option vests 33-1/3% each year over a three year period commencing on 2/8/17.

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.