

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>MITCHIN KYLE R</u> _____ (Last) (First) (Middle) <u>1915 SNAPPS FERRY ROAD</u> <u>BUILDING N</u> _____ (Street) <u>GREENEVILLE TN 37745</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FORWARD AIR CORP [FWRD]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief People Officer
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/04/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	02/04/2024		F ⁽¹⁾		203	D	\$0	18,692.9318	D	
Common Stock	02/07/2024		F ⁽²⁾		138	D	\$0	18,554.9318	D	
Common Stock	02/08/2024		F ⁽³⁾		116	D	\$0	18,438.9318	D	
Common Stock	03/15/2024		A		7,140 ⁽⁴⁾	A	\$0	25,578.9318	D	
Common Stock	03/15/2024		A		9,996 ⁽⁵⁾	A	\$0	35,611.7029 ⁽⁶⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Shares withheld by Issuer to satisfy minimum tax withholding obligation upon vesting of restricted stock on February 4, 2024.
- Shares withheld by Issuer to satisfy minimum tax withholding obligation upon vesting of restricted stock on February 7, 2024.
- Shares withheld by Issuer to satisfy minimum tax withholding obligation upon vesting of restricted stock on February 8, 2024.
- Represents an award of restricted stock. The restricted stock vests in equal installments on March 15, 2025, March 15, 2026, and March 15, 2027.
- Represents a retention award of restricted stock which will vest on March 15, 2026 subject to continued service through the vesting date.
- Includes 13,796 shares of the Issuer's common stock purchased under the Forward Air Employee Stock Purchase Plan on June 30, 2023 and 22,9751 shares of the Issuer's common stock on December 31, 2023 in an exempt transaction.

Remarks:

/s/ Michael L. Hance, Attorney-in-Fact 03/29/2024

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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.

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 Number.