

USA TRUCK INC
Form 4/A
March 10, 2017

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Tewari Nari Martin

(Last) (First) (Middle)

3200 INDUSTRIAL PARK ROAD

(Street)

VAN BUREN, AR 72956

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
USA TRUCK INC [USAK]

3. Date of Earliest Transaction
(Month/Day/Year)
02/06/2017

4. If Amendment, Date Original Filed(Month/Day/Year)
03/10/2017

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President - Trucking

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Amount or Price | | |
| Common Stock | 02/06/2017 | | D | | 3,225 (1) | D | \$ 0 51,908 |
| Common Stock | 02/06/2017 | | F | | 320 (2) | D | \$ 8.35 51,588 |
| Common Stock | 03/08/2017 | | A | | 5,940 (3) | A | \$ 0 57,288 |

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

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number.

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 Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 |
| Tewari Nari Martin 3200 INDUSTRIAL PARK ROAD VAN BUREN, AR 72956 | | | President - Trucking | |

Signatures

/s/ Joseph M. Kaiser, attorney-in-fact pursuant to a POA previously filed. 03/10/2017

**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) As previously reported on a Form 4 filed on March 30, 2016, the reporting person was granted 22,580 shares of restricted stock, subject to continued employment and certain other forfeiture and vesting provisions. As a result of the performance conditions for the performance period January 1, 2016 through December 31, 2016 being achieved at a lower level than the maximum amount of shares that could be received (which was the amount reported on the previous Form 4), 3,225 shares of restricted stock were cancelled and are thus no longer deemed beneficially owned by the reporting person. The reporting person received no consideration from the issuer in connection with this cancellation/disposition.
- (2) Represents shares surrendered to the issuer to satisfy tax withholding obligations in connection with the vesting of restricted stock granted to the reporting person.
- (3) Represents an award of restricted stock to the reporting person under the USA Truck, Inc. 2014 Omnibus Incentive Plan. The award contains forfeiture restrictions if certain performance targets are not achieved for the period January 1, 2017 to December 31, 2017. If the performance targets are achieved (as determined following such period), the award remains subject to forfeiture and vests in four equal annual installments beginning on such date of determination and continuing through 2021, subject to continued employment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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