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 |
| I |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

| 1. Name and Address of Reporting Person * Thor James E | | | | | | | 2. Issuer Name and Ticker or Trading Symbol RUSH ENTERPRISES INC \TX\ [RUSH] | | | | | | | | c all applic Directo | ship of Reporting applicable) rector ficer (give title | | son(s) to Iss 10% Ov Other (s | vner |
|--|---|--|---|----------|--|---|---|--------|---|---------|--|--|--|------------------------|--|---|---|---------------------------------------|--|
| (Last) (First) (Middle) 555 IH 35 SOUTH, SUITE 500 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/21/2017 | | | | | | | | X | below) | | below) | | specify |
| (Street) NEW BRAUNFELS TX 78130 | | | | 4. 1 | 4. If Amendment, Date of 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) | (City) (State) (Zip) | | | | | | | | | | | | | | | | | | |
| | | Tab | le I - I | Non-Deri | vativ | e Sec | curit | ies A | cquir | ed, D | isposed o | f, or B | enefic | ially | Owned | | | | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye | | | | | | Execution Date, | | | 3. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an | | | Benefic Owned | | es ally Following | Form (D) o | n: Direct or Indirect onstr. 4) | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | | Code | v | Amount | (A) or (D) | Price | | Transac | Reported Transaction(s) (Instr. 3 and 4) | | | (Instr. 4) | |
| Class A Common Stock 02/21/201 | | | | | 017 | .7 | | | M | | 12,100 | Α | \$15 | 5.52 32 | | 982(1) | 82(1) | | |
| Class A Common Stock 02/21/20 | | | | | 017 | 17 | | | S | | 12,100 | D | \$35.4 | 4474 ⁽²⁾ 20 | | ,882 | | D | |
| Class A Common Stock 02/21/201 | | | | | 017 | 17 | | | M | | 18,150 | A | \$12 | \$12.5 | | 39,032 | | D | |
| Class A Common Stock 02/21/201 | | | | | 017 | .7 | | S | | 18,150 | D | \$35.4474 ⁽²⁾ | | 20,882 | | | D | | |
| | | 7 | Table | | | | | | | | posed of, , converti | | | | wned | | | | |
| 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. Transa Code (8) | | | | 6. Date Exerc Expiration Da (Month/Day/\) | | ate | 7. Title and Amour of Securities Underlying Derivative Security (Instr. 3 and 4) | | S | Price of erivative ecurity nstr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | Owners Form: Direct (I or Indire (I) (Instr | Ownership | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exerc | cisable | Expiration Date | Title | Amor or Numl of Share | ber | | | | | |
| Option (right to buy) | \$15.52 | 02/21/2017 | | | M | | | 12,100 | (| (3) | 03/15/2018 | Class A Common Stock | | .00 | \$0 | 0 | | D | |
| Option | \$12.5 | 02/21/2017 | | | м | | | 18 150 | | (3) | 03/15/2020 | Class A | | 50 | \$0 | 0 | | D | |

Explanation of Responses:

buy)

- 1. Includes 577 shares acquired on January 1, 2017, under the Rush Enterprises, Inc. Employee Stock Purchase Plan.
- 2. This price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.35 to \$35.62. The reporting person undertakes to provide Rush Enterprises, Inc., any security holder of Rush Enterprises, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this
- 3. Options may be exercised in increments of 1/3 on each anniversary of the grant date beginning on the third anniversary of the grant date. The grant date is ten years prior to the expiration date

Steven L. Keller, Attorney in Fact for James E. Thor

Stock

02/23/2017

** 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.