SEC Form 4	
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Instruction 1(b)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287								
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Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL O	WNERSHIP
obligations may continue. See		

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

	2 Jeguer Name and Ticker or Trading Symbol 5 Polotionship of Poporting Porcen(e) to Jeguer										
1. Name and Addre	1 0	son	2. Issuer Name and Ticker or Trading Symbol <u>RUSH ENTERPRISES INC \TX</u> [RUSHA]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
McRoberts M	lichael			X	Director	10% Owner					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/15/2024	X	Officer (give title below)	Other (specify below)					
555 IH 35 SOU	TH, SUITE 500		03/13/2024	Chief Operating Officer							
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group F	iling (Check Applicable					
NEW				X	Form filed by One F	Reporting Person					
BRAUNFELS	ТХ	78130			Form filed by More t Person	than One Reporting					
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication								
Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.											
	•	Table I - Non-Deriva	vative Securities Acquired, Disposed of, or Beneficially Owned								
		1				1					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11011.4)
Class B Common Stock	03/15/2024		F		5,606(1)	D	\$50.64	240,523 ⁽²⁾⁽³⁾	D	
Class B Common Stock	03/15/2024		F		6,178 ⁽⁴⁾	D	\$50.64	234,345 ⁽²⁾	D	
Class B Common Stock	03/15/2024		F		7,612(5)	D	\$50.64	226,733(2)	D	
Class B Common Stock	03/15/2024		Α		45,000(6)	Α	\$ <mark>0</mark>	271,733 ⁽²⁾	D	
Class A Common Stock								15,220.322(7)	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)											irities)					
l	1. Title of Derivative Security (Instr. 3)	tive Conversion Date Execution Date, Transaction ity or Exercise (Month/Day/Year) if any Code (Instr.			of Expiration		Expiration Da	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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	Title	Amount or Number of Shares				
L	Option (right to buy)	\$49.24	03/15/2024		Α		10,000		(8)	03/15/2034	Class A Common Stock	10,000	\$0	10,000	D	

Explanation of Responses:

1. Shares reported are shares not reported to the reporting person in order to satisfy the reporting person's tax obligations with respect to vesting associated with the grant of restricted stock that occurred on March 15, 2021.

2. Includes unvested restricted stock and certain shares included in the Company's deferred compensation plan.

3. On August 28, 2023, the Issuer effected a 3-for-2 stock split of its common stock. The amount of securities reported on this Form 4 have been adjusted to reflect the stock split.

4. Shares reported are shares not reported to the reporting person in order to satisfy the reporting person's tax obligations with respect to vesting associated with the grant of restricted stock that occurred on March 15, 2022

5. Shares reported are shares not reported to the reporting person in order to satisfy the reporting person's tax obligations with respect to vesting associated with the grant of restricted stock that occurred on March 15, 2023.

6. Reflects the grant of restricted stock. The restricted stock vests in increments of 1/3 on each of the first, second and third anniversary of the grant date, which is March 15, 2024.

7. Includes 362.37 shares acquired on July 1, 2023, and 306.5819 shares acquired on January 1, 2024, under the Rush Enterprises, Inc. Employee Stock Purchase Plan.

8. 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.

/s/ Steven L. Keller, Attorney in 03/19/2024 Fact for Michael McRoberts

** 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.