

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

1. Name and Address of Reporting Person* <u>Thor James E</u>  (Last) (First) (Middle) <u>555 IH 35 SOUTH, SUITE 500</u>  (Street) <u>NEW TX 78130</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>RUSH ENTERPRISES INC \TX\ [ RUSH ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>03/15/2013</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	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) <u>Senior Vice President</u>  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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			
<u>Class B Common Stock</u>	<u>03/15/2013</u>		<u>A</u>		<u>7,260<sup>(1)</sup></u>	<u>A</u>	<u>\$0</u>	<u>7,260</u>	<u>D</u>	
<u>Class A Common Stock</u>	<u>03/18/2013</u>		<u>S</u>		<u>339</u>	<u>D</u>	<u>\$25.25</u>	<u>17,425<sup>(2)</sup></u>	<u>D</u>	

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		Date Exercisable	Expiration Date					
<u>Option (right to buy)</u>	<u>\$25.7</u>	<u>03/15/2013</u>		<u>A</u>		<u>9,075</u>	<u>(3)</u>	<u>03/15/2023</u>	<u>Class A Common Stock</u>	<u>9,075</u>	<u>\$0</u>	<u>9,075</u>	<u>D</u>

Explanation of Responses:

1. Reflects the grant of restricted stock units (RSUs) that will entitle the Reporting Person to receive one share of the Company's Class B common stock for each RSU that vests. The RSUs vest in increments of 1/3 on each of the first, second, and third anniversary of the grant date, which was March 15, 2013.
2. Includes unvested restricted stock units.
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. Grant date is ten years prior to the expiration date.

Steven L. Keller, Attorney in  
Fact for James E. Thor  
03/19/2013

\*\* 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.