

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Anderson Scott T</u> (Last) (First) (Middle) 555 IH 35 SOUTH, SUITE 500 (Street) NEW BRAUNFELS TX 78130 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>RUSH ENTERPRISES INC \TX\ [RUSH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Senior Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/16/2012</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	02/16/2012		M		5,460	A	\$12.913	18,260 ⁽¹⁾	D	
Class A Common Stock	02/16/2012		S		5,460	D	\$23.897	12,800 ⁽¹⁾	D	
Class A Common Stock	02/16/2012		M		7,249	A	\$12.767	20,049 ⁽¹⁾	D	
Class A Common Stock	02/16/2012		S		7,249	D	\$23.897	12,800 ⁽¹⁾	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						Amount or Number of Shares
Option (right to buy)	\$12.913	02/16/2012		M			5,460	(2)	03/15/2016	Class A Common Stock	5,460	\$0	0	D	
Option (right to buy)	\$12.767	02/16/2012		M			7,249 ⁽³⁾	(2)	03/15/2017	Class A Common Stock	7,249	\$0	3,626	D	

Explanation of Responses:

- Includes unvested restricted stock units.
- One-third of the options vested on each of the third, fourth and fifth anniversaries of the grant date, which is ten years prior to the expiration date.
- This option was previously reported as covering 7,250 shares at an exercise price of \$19.15 per share but was adjusted as a result of the 3-for-2 stock split of Rush Enterprises, Inc.'s Common Stock on October 10, 2007.

Steven L. Keller, Attorney in Fact for Scott T. Anderson 02/17/2012

** 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.