FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 |
|---------------|------------|
| vvaoriington, | D.O. 20040 |

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(h) |

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 (Last) (First) (Middle) 555 IH 35 SOUTH, SUITE 500 | | | | | 3. I | Susuer Name and Ticker or Trading Symbol RUSH ENTERPRISES INC \TX\ [RUSH] Substituting Transaction (Month/Day/Year) 03/13/2015 | | | | | | | | | ck all applic Directo Officer below) | cable) or (give title | g Person(s) to Issuer 10% Owner Other (specify below) re President | | /ner |
|---|---|--|--|----------------------------|---|---|---------------|-------|---------------------------------------|---|------------------|----------------------------|--|--|---|-------------------------------------|--|--|------|
| (Street) NEW BRAUNFELS TX 78130 (City) (State) (Zip) | | | | | 4. 1 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | lividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| Table I - Non-Deriv 1. Title of Security (Instr. 3) 2. Trans Date (Month/I | | | saction | ear) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transac | ction | 4. Securi | of, or Bo ties Acqui d Of (D) (In | red (A) | or | 5. Amou Securitie Beneficia Owned F | Amount of | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | n: Direct r Indirect istr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | | | | Code | v | Amount | (A) (D) | or P | rice | Reported Transact (Instr. 3 a | ion(s) | | | |
| Class B Common Stock Class A Common Stock | | | 03/13 | 3/2015 | | | | A | | 10,400 |)(1) / | 1 | \$0 | 1 1 | 260 ⁽²⁾ 676 ⁽³⁾ | | D D | | |
| | | - | Table II - | | | | | | uired, D , option | | | | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution D if any (Month/Day/ | Date, Transact Code (In | | | | | 6. Date Ex Expiration (Month/Da | Date | of Securities | | | B. Price of Derivative Security Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | s Silly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership ct (Instr. 4) | |
| | | | | | Code | v | (A) | | Date Exercisabl | | xpiration ate | Title | or Nun of | umber | | | | | |
| Option (right to buy) | \$27.1 | 03/13/2015 | | | A | | 13,000 | | (4) | 0 | 3/13/2025 | Class A Common Stock | 13, | 000 | \$0 | 13,00 | 0 | D | |

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 is March 13, 2015.
- 2. Includes unvested restricted stock units.
- 3. Includes unvested restricted stock units in addition to 250 shares acquired on July 1, 2014, under the Rush Enterprises, Inc. Employee Stock Purchase Plan ("ESPP") and 390 shares acquired on January 1, 2015, under the ESPP.
- 4. 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

03/17/2015

** 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.