SEC Form 4	
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FORM 4

obligations may continue. See

Instruction 1(b)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 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 Addre <u>McRoberts M</u>	ss of Reporting Person <mark>fichael</mark>	n*	2. Issuer Name and Ticker or Trading Symbol <u>RUSH ENTERPRISES INC \TX\</u> [RUSH]		ionship of Reporting Pers all applicable) Director Officer (give title	on(s) to Issuer 10% Owner Other (specify
(Last) 555 IH 35 SOU"	(First) (Middle) TH, SUITE 500		3. Date of Earliest Transaction (Month/Day/Year) 08/29/2018		below)	below)
(Street) NEW BRAUNFELS	ТХ	78130	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	dual or Joint/Group Filing Form filed by One Repo Form filed by More thar Person	orting Person
(City)	(State)	(Zip)			reisuit	

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)					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)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Class B Common Stock	08/29/2018		A		14.188 ⁽¹⁾	A	\$43.98	70,527.188 ⁽²⁾	D		
Class B Common Stock	12/10/2018		A		18.65(1)	A	\$33.55	70,545.838 ⁽²⁾	D		
Class B Common Stock	03/15/2019		A		10.363(1)	A	\$40.4	70,556.201 ⁽²⁾	D		
Class B Common Stock	06/10/2019		A		17.015 ⁽¹⁾	A	\$36.9	70,573.216 ⁽²⁾	D		
Class B Common Stock	09/10/2019		A		16.29(1)	A	\$41.89	70,589.506 ⁽²⁾	D		
Class B Common Stock	12/10/2019		A		14.988(1)	A	\$45.67	70,604.494 ⁽²⁾	D		
Class B Common Stock	03/13/2020		A		23,000 ⁽³⁾	A	\$ <mark>0</mark>	93,604.494 ⁽²⁾	D		
Class B Common Stock	03/15/2019		F		1,663(4)	D	\$32.83	91,941.494 ⁽²⁾	D		
Class B Common Stock	03/15/2020		F		1,912 ⁽⁵⁾	D	\$32.83	90,029.494(2)	D		
Class B Common Stock	03/15/2020		F		2,302 ⁽⁶⁾	D	\$32.83	87,727.494 ⁽²⁾	D		
Class A Common Stock								6,614	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security curity (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	Title	Amount or Number of Shares				
Option (right to buy)	\$33.42	03/13/2020		A		10,000		(7)	03/13/2030	Class A Common Stock	10,000	\$0	10,000	D	

Explanation of Responses:

1. These shares were acquired pursuant to a dividend reinvestment feature of the Rush Enterprises, Inc. Deferred Compensation Plan.

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

3. Reflects the grant of RSAs. The RSAs vest in increments of 1/3 on each of the first, second, and third anniversary of the grant date, which is March 13, 2020.

4. Shares reported are shares not distributed 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 units that occurred on March 15, 2017.

5. Shares reported are shares not distributed 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 units that occurred on March 15, 2018.

6. Shares reported are shares not distributed to the reporting person in order to satisfy the reporting person's tax obligations with respect to vesting associated with the grant of RSAs that occurred on March 15, 2019

7. 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.

Steven L. Keller, Attorney in Fact for Michael McRoberts

** Signature of Reporting Person

Date

03/17/2020

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.