

LANDSTAR SYSTEM INC
Form 4
March 12, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Beacom Joseph J

(Last) (First) (Middle)
13410 SUTTON PARK DRIVE
SOUTH
(Street)

JACKSONVILLE, FL 32224

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

LANDSTAR SYSTEM INC [LSTR]

3. Date of Earliest Transaction (Month/Day/Year)
03/10/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, CSO, COO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 | | | |
| Common Stock | 03/10/2014 | | M | | 2,777 | A | \$ 32.13 | 32,127 | D | |
| Common Stock | 03/10/2014 | | M | | 1,600 | A | \$ 43.66 | 33,727 | D | |
| Common Stock | 03/10/2014 | | M | | 6,375 | A | \$ 41.57 | 40,102 | D | |
| Common Stock | 03/10/2014 | | M | | 15,000 | A | \$ 39.32 | 55,102 | D | |
| Common Stock | 03/10/2014 | | F | | 17,699 | D | \$ 61.57 | 37,403 | D | |
| | | | | | (1) | | | | | |

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| | | | | | | | |
|-----------------|------------|---|-------|---|----------------------|--------|---|
| Common Stock | 03/10/2014 | S | 6,800 | D | \$ 61.3839 (2) | 30,603 | D |
|-----------------|------------|---|-------|---|----------------------|--------|---|

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

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 control number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|---|--|---|---|--------------------------------------|--|--|---|-------------------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Options (Right to Buy) | \$ 32.13 | 03/10/2014 | | M | 2,777 | (3) | 01/27/2015 | Common Stock | 2,777 |
| Stock Options (Right to Buy) | \$ 43.66 | 03/10/2014 | | M | 1,600 | (4) | 02/02/2016 | Common Stock | 1,600 |
| Stock Options (Right to Buy) | \$ 41.57 | 03/10/2014 | | M | 6,375 | (5) | 01/02/2018 | Common Stock | 6,375 |
| Stock Options (Right to Buy) | \$ 39.32 | 03/10/2014 | | M | 15,000 | | 01/02/2014 01/02/2019 | Common Stock | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------|-------|
| | Director | 10% Owner | Officer | Other |
| Beacom Joseph J 13410 SUTTON PARK DRIVE SOUTH | | | VP, CSO, COO | |

JACKSONVILLE, FL 32224

Signatures

/s/ L. Kevin Stout,
attorney-in-fact

03/12/2014

 Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Represents shares withheld to pay the exercise price and tax withholding obligations.
The price reported is the weighted average sales price for the transactions reported. The prices received ranged from \$61.27 to \$61.86.
- (2) The reporting person will provide to the issuer, a security holding of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each price within the range.
- (3) Options became exercisable as to 659 shares on each of 01/27/2006, 01/27/2007 and 01/27/2008, and as to 800 shares on 01/27/2010.
- (4) Options became exercisable as to 800 shares each on 02/02/2010 and 02/02/2011.
- (5) Options became exercisable as to 1,565 shares on 01/02/2011 and as to 2,405 shares each on 01/02/2012 and 01/02/2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.