

LANDSTAR SYSTEM INC

Form 4

February 18, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Gattoni James B

(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)

02/14/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

President &amp; CFO

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			
Common Stock	02/14/2014		M		160	A \$ 37.3088	32,471	D	
Common Stock	02/14/2014		M		1,602	A \$ 32.13	34,073	D	
Common Stock	02/14/2014		M		8,521	A \$ 43.66	42,594	D	
Common Stock	02/14/2014		M		34,022	A \$ 41.57	76,616	D	
Common Stock	02/14/2014		M		27,457	A \$ 39.32	104,073	D	

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Common Stock	02/14/2014	M	9,600	A	\$ 37.07	113,673	D
Common Stock	02/14/2014	F	<u>65,178</u> (1)	D	\$ 58.84	48,495	D

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

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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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 37.3088	02/14/2014		M	160	<u>(2)</u>	01/03/2015	Common Stock	160
Stock Options (Right to Buy)	\$ 32.13	02/14/2014		M	1,602	<u>(3)</u>	01/27/2015	Common Stock	1,602
Stock Options (Right to Buy)	\$ 43.66	02/14/2014		M	8,521	02/02/2007	02/02/2016	Common Stock	8,521
Stock Options (Right to Buy)	\$ 41.57	02/14/2014		M	34,022	<u>(4)</u>	01/02/2018	Common Stock	34,022
Stock Options (Right to Buy)	\$ 39.32	02/14/2014		M	27,457	01/02/2014	01/02/2019	Common Stock	27,457
Stock Options	\$ 37.07	02/14/2014		M	9,600	<u>(5)</u>	01/29/2020	Common Stock	9,600

(Right to  
Buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director   10% Owner   Officer   Other
Gattoni James B 13410 SUTTON PARK DRIVE SOUTH JACKSONVILLE, FL 32224	President & CFO

## Signatures

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

02/18/2014

\_\_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.
- (2) Options became exercisable as to 80 on each 01/03/2007 and 01/03/2008.
- (3) Options became exercisable as to 1 on 01/27/2007, 1 on 01/27/2008 and 1,600 on 01/27/2010.
- (4) Options became exercisable as to 8,000 on 01/02/2009, 6,832 on 01/02/2010, 5,595 on 01/02/2011, 8,000 on 01/02/2012 and 5,595 on 01/02/2013.
- (5) Options became exercisable as to 2,400 shares on each of 01/29/2011, 01/29/2012, 01/29/2013 and 01/29/2014.

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