

HEARTLAND EXPRESS INC

Filed by
GERDIN ANN S

FORM SC 13G/A (Amended Statement of Ownership)

Filed 11/06/24

Address	901 HEARTLAND WAY NORTH LIBERTY, IA, 52317
Telephone	3196457060
CIK	0000799233
Symbol	HTLD
SIC Code	4213 - Trucking (No Local)
Industry	Ground Freight & Logistics
Sector	Industrials
Fiscal Year	12/31

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

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

Amendment No. 19

Heartland Express, Inc.
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

422347 10 4
(CUSIP Number)

September 30, 2024
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☒ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	Names of Reporting Persons. I.R.S Identification Nos. of above persons (entities only). Ann S. Gerdin
2.	Check the appropriate box if a member of a group: (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3.	SEC USE ONLY
4.	Citizenship or place of organization: United States of America

Number of shares beneficially owned by each reporting person with:

5.	Sole voting power
6.	Shared voting power 10,446,714 (1)
7.	Sole dispositive power
8.	Shared dispositive power 10,446,714 (1)
9.	Aggregate amount beneficially owned by each reporting person 10,446,714 (1)
10.	Check if the aggregate amount in Row (9) excludes certain shares <input type="checkbox"/>
11.	Percent of class represented by amount in Row (9) 13.3% (2)
12.	Type of reporting person IN

(1) Comprised of (i) 8,510,438 shares of Common Stock held by the Ann S. Gerdin Revocable Trust and (ii) 1,936,276 shares of Common Stock that are owned by Gerdin Family Investments, LP ("GFI"). Ann S. Gerdin, Michael J. Gerdin, Julie J. Durr, and Angela K. Janssen serve as co-trustees of the Ann S. Gerdin Revocable Trust and have shared voting and dispositive power over shares held by such trust. Beneficial ownership in the foregoing shares is disclaimed except to the extent of the reporting person's pecuniary interest. As co-general partner of GFI, the Ann S. Gerdin Revocable Trust has shared voting and dispositive power over the shares owned by GFI. Beneficial ownership is disclaimed, because as one of the co-general partners, the Ann S. Gerdin Revocable Trust does not have the power to vote or dispose of those shares without the consent of at least one other co-general partner.

(2) Based on 78,495,260 shares of Common Stock outstanding as of September 30, 2024.

1.	Names of Reporting Persons. I.R.S Identification Nos. of above persons (entities only). Ann S. Gerdin Revocable Trust
2.	Check the appropriate box if a member of a group: (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3.	SEC USE ONLY
4.	Citizenship or place of organization: United States of America

Number of shares beneficially owned by each reporting person with:

5.	Sole voting power
6.	Shared voting power 10,446,714 (1)
7.	Sole dispositive power
8.	Shared dispositive power 10,446,714 (1)
9.	Aggregate amount beneficially owned by each reporting person 10,446,714 (1)
10.	Check if the aggregate amount in Row (9) excludes certain shares <input type="checkbox"/>
11.	Percent of class represented by amount in Row (9) 13.3% (2)
12.	Type of reporting person OO

(1) Comprised of (i) 8,510,438 shares of Common Stock held by the Ann S. Gerdin Revocable Trust and (ii) 1,936,276 shares of Common Stock that are owned by GFI. Ann S. Gerdin, Michael J. Gerdin, Julie J. Durr, and Angela K. Janssen serve as co-trustees of the Ann S. Gerdin Revocable Trust and have shared voting and dispositive power over shares held by such trust. Beneficial ownership in the foregoing shares is disclaimed except to the extent of the reporting person's pecuniary interest. As co-general partner of GFI, the Ann S. Gerdin Revocable Trust has shared voting and dispositive power over the shares owned by GFI. Beneficial ownership is disclaimed, because as one of the co-general partners, the Ann S. Gerdin Revocable Trust does not have the power to vote or dispose of those shares without the consent of at least one other co-general partner.

(2) Based on 78,495,260 shares of Common Stock outstanding as of September 30, 2024.

1.	Names of Reporting Persons. I.R.S Identification Nos. of above persons (entities only). Julie J. Durr
2.	Check the appropriate box if a member of a group: (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3.	SEC USE ONLY
4.	Citizenship or place of organization: United States of America

Number of shares beneficially owned by each reporting person with:

5.	Sole voting power 887,502 (1)
6.	Shared voting power 19,734,494 (2)
7.	Sole dispositive power 887,502 (1)
8.	Shared dispositive power 19,734,494 (2)
9.	Aggregate amount beneficially owned by each reporting person 20,621,996 (1) (2)
10.	Check if the aggregate amount in Row (9) excludes certain shares <input type="checkbox"/>
11.	Percent of class represented by amount in Row (9) 26.3% (3)
12.	Type of reporting person IN

(1) Comprised of (i) 849,078 shares of Common Stock owned by the Julie J. Durr Revocable Trust, over which Mrs. Durr serves as trustee, and (ii) 38,424 shares of Common Stock owned by trusts established for the benefit of Mrs. Durr's four children, over which Mrs. Durr serves as trustee. Mrs. Durr has no pecuniary interest in the shares owned by the trusts established for the benefit of her four children and disclaims beneficial ownership.

(2) Comprised of (i) 8,510,438 shares of Common Stock owned by the Ann S. Gerdin Revocable Trust, (ii) 5,003,805 shares of Common Stock owned by the 2007 Gerdin Heartland Trust, (iii) 4,283,975 shares of Common Stock owned by the 2009 Gerdin Heartland Trust, and (iv) 1,936,276 shares owned by GFI. Ann S. Gerdin, Michael J. Gerdin, Julie J. Durr, and Angela K. Janssen serve as co-trustees of the Ann S. Gerdin Revocable Trust and have shared voting and dispositive power over shares held by such trust. Beneficial ownership in the foregoing shares is disclaimed except to the extent of the reporting person's pecuniary interest. Mrs. Durr is one of the co-trustees of the 2007 Gerdin Heartland Trust and the 2009 Gerdin Heartland Trust (collectively, the "Heartland Trusts"). Mrs. Durr disclaims beneficial ownership of the shares owned by the Heartland Trusts, because as one of three co-trustees, she does not have the power to vote or dispose of those shares without the consent of the other two co-trustees. Mrs. Durr is a co-general partner of GFI and has shared voting and dispositive power over shares owned by GFI. Mrs. Durr disclaims beneficial ownership of the shares owned by GFI, because as one of the co-general partners, she does not have the power to vote or dispose of those shares without the consent of the majority of the other co-general partners.

(3) Based on 78,495,260 shares of Common Stock outstanding as of September 30, 2024.

1.	Names of Reporting Persons. I.R.S Identification Nos. of above persons (entities only). Angela K. Janssen
2.	Check the appropriate box if a member of a group: (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3.	SEC USE ONLY
4.	Citizenship or place of organization: United States of America

Number of shares beneficially owned by each reporting person with:

5.	Sole voting power 1,490,252 (1)
6.	Shared voting power 19,742,307 (2)
7.	Sole dispositive power 1,490,252 (1)
8.	Shared dispositive power 19,742,307 (2)
9.	Aggregate amount beneficially owned by each reporting person 21,232,559 (1) (2)
10.	Check if the aggregate amount in Row (9) excludes certain shares <input type="checkbox"/>
11.	Percent of class represented by amount in Row (9) 27.0% (3)
12.	Type of reporting person IN

(1) Comprised of (i) 1,451,828 shares of Common Stock owned by the Angela K. Janssen Revocable Trust, over which Mrs. Janssen serves as trustee, and (ii) 38,424 shares of Common Stock owned by trusts established for the benefit of Mrs. Janssen's four children, over which Mrs. Janssen serves as trustee. Mrs. Janssen has no pecuniary interest in the shares owned by the trusts established for the benefit of her four children and disclaims beneficial ownership.

(2) Comprised of (i) 8,510,438 shares of Common Stock owned by the Ann S. Gerdin Revocable Trust, (ii) 5,003,805 shares of Common Stock owned by the 2007 Gerdin Heartland Trust, (iii) 4,283,975 shares of Common Stock owned by the 2009 Gerdin Heartland Trust, (iv) 1,936,276 shares owned by GFI, and (v) 7,813 shares owned by Mrs. Janssen's husband. Ann S. Gerdin, Michael J. Gerdin, Julie J. Durr, and Angela K. Janssen serve as co-trustees of the Ann S. Gerdin Revocable Trust and have shared voting and dispositive power over shares held by such trust. Beneficial ownership in the foregoing shares is disclaimed except to the extent of the reporting person's pecuniary interest. Mrs. Janssen is one of the co-trustees of the Heartland Trusts. Mrs. Janssen disclaims beneficial ownership of the shares owned by the Heartland Trusts, because as one of three co-trustees, she does not have the power to vote or dispose of those shares without the consent of the other two co-trustees. Mrs. Janssen is a co-general partner of GFI and has shared voting and dispositive power over shares owned by GFI. Mrs. Janssen disclaims beneficial ownership of the shares owned by GFI, because as one of the co-general partners, she does not have the power to vote or dispose of those shares without the consent of the majority of the other co-general partners.

(3) Based on 78,495,260 shares of Common Stock outstanding as of September 30, 2024.

Item 1.

- (a) Name of issuer
Heartland Express, Inc.
- (b) Address of issuer's principal executive offices
901 Heartland Way
North Liberty, IA 52317

Item 2.

- (a) Name of person filing
This Schedule 13G/A is being filed on behalf of (i) Ann S. Gerdin, (ii) the Ann S. Gerdin Revocable Trust, (iii) Julie J. Durr, and (iv) Angela K. Janssen (collectively, the "Reporting Persons"). The Reporting Persons have entered into a Joint Filing Agreement, a copy of which is filed with this Schedule 13G/A as Exhibit 1, pursuant to which the Reporting Persons have agreed to file this Schedule 13G/A jointly in accordance with the provisions of Rule 13d-1(k) of the Securities Exchange Act of 1934, as amended.
- (b) Address of principal business office or, if none, residence
The principal business office of the Reporting Persons is 901 Heartland Way, North Liberty, IA 52317.
- (c) Citizenship
United States of America
- (d) Title of Class of Securities
Common Stock, par value \$0.01 per share
- (e) CUSIP Number
422347 10 4

Item 3. If this statement is filed pursuant to Rule 13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: Not applicable

- (a) [] Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) [] Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) [] Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) [] Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) [] An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) [] An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) [] A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) [] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) [] A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) [] A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);
- (k) [] Group, in accordance with § 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution: _____

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a)-(c)

As of September 30, 2024, there were 78,495,260 shares of Common Stock outstanding.

Ann S. Gerdin may be deemed to be the beneficial owner of 8,510,438 shares of Common Stock owned by the Ann S. Gerdin Revocable Trust and 1,936,276 shares of Common Stock owned by GFI. Ann S. Gerdin, Michael J. Gerdin, Julie J. Durr, and Angela K. Janssen serve as co-trustees of the Ann S. Gerdin Revocable Trust and have shared voting and dispositive power over shares held by such trust. As co-general partner of GFI, the Ann S. Gerdin Revocable Trust has shared voting and dispositive power over the shares owned by GFI. Beneficial ownership is disclaimed, because as one of the co-general partners, the Ann S. Gerdin Revocable Trust does not have the power to vote or dispose of those shares without the consent of at least one other co-general partner. The foregoing represents approximately 13.3% of the Issuer's Common Stock.

The Ann S. Gerdin Revocable Trust may be deemed to be the beneficial owner of 8,510,438 shares of Common Stock and 1,936,276 shares of Common Stock owned by GFI. Ann S. Gerdin, Michael J. Gerdin, Julie J. Durr, and Angela K. Janssen serve as co-trustees of the Ann S. Gerdin Revocable Trust and have shared voting and dispositive power over shares held by such trust. As co-general partner of GFI, the Ann S. Gerdin Revocable Trust has shared voting and dispositive power over the shares owned by GFI. Beneficial ownership is disclaimed, because as one of the co-general partners, the Ann S. Gerdin Revocable Trust does not have the power to vote or dispose of those shares without the consent of at least one other co-general partner. The foregoing represents approximately 13.3% of the Issuer's Common Stock.

Julie J. Durr may be deemed to be the beneficial owner of 20,621,996 shares of Common Stock, comprised of (i) 849,078 shares of Common Stock owned by the Julie J. Durr Revocable Trust, over which Mrs. Durr serves as trustee, (ii) 38,424 shares of Common Stock owned by trusts established for the benefit of Mrs. Durr's children, over which Mrs. Durr serves as trustee, (iii) 8,510,438 shares of Common Stock owned by the Ann S. Gerdin Revocable Trust, (iv) 5,003,805 shares of Common Stock owned by the 2007 Gerdin Heartland Trust, (v) 4,283,975 shares of Common Stock owned by the 2009 Gerdin Heartland Trust, and (vi) 1,936,276 shares owned by GFI. Mrs. Durr has no pecuniary interest in the shares owned by the trusts established for the benefit of her children and disclaims beneficial ownership of these shares. Mrs. Durr is one of the co-trustees of the Ann S. Gerdin Revocable Trust. Mrs. Durr is one of the co-trustees of the Heartland Trusts. Mrs. Durr disclaims beneficial ownership of the shares owned by the Heartland Trusts, because as one of three co-trustees, she does not have the power to vote or dispose of those shares without the consent of the other two co-trustees. Mrs. Durr is a co-general partner of GFI and has shared voting and dispositive power over the shares owned by GFI. Mrs. Durr disclaims beneficial ownership of the shares owned by GFI, because as one of the co-general partners, she does not have the power to vote or dispose of those shares without the consent of the majority of the other co-general partners. The foregoing represents approximately 26.3% of the Issuer's Common Stock.

Angela K. Janssen may be deemed to be the beneficial owner of 21,232,559 shares of Common Stock, comprised of (i) 1,451,828 shares of Common Stock owned by the Angela K. Janssen Revocable Trust, over which Mrs. Janssen serves as trustee, (ii) 38,424 shares of Common Stock owned by trusts established for the benefit of Mrs. Janssen's children, over which Mrs. Janssen serves as trustee, (iii) 8,510,438 shares of Common Stock owned by the Ann S. Gerdin Revocable Trust, (iv) 5,003,805 shares of Common Stock owned by the 2007 Gerdin Heartland Trust, (v) 4,283,975 shares of Common Stock owned by the 2009 Gerdin Heartland Trust, (vi) 1,936,276 shares owned by GFI, and (vii) 7,813 shares of Common Stock owned by Mrs. Janssen's husband. Mrs. Janssen has no pecuniary interest in the shares owned by the trusts established for the benefit of her children and disclaims beneficial ownership of these shares. Mrs. Janssen is one of the co-trustees of the Ann S. Gerdin Revocable Trust. Mrs. Janssen is one of the co-trustees of the Heartland Trusts. Mrs. Janssen disclaims beneficial ownership of the shares owned by the Heartland Trusts, because as one of three co-trustees, she does not have the power to vote or dispose of those shares without the consent of the other two co-trustees. Mrs. Janssen is a co-general partner of GFI and has shared voting and dispositive power over the shares owned by GFI. Mrs. Janssen disclaims beneficial ownership of the shares owned by GFI, because as one of the co-general partners, she does not have the power to vote or dispose of those shares without the consent of the majority of the other co-general partners. The foregoing represents approximately 27.0% of the Issuer's Common Stock.

Beneficial ownership in the foregoing shares is disclaimed except to the extent of each such reporting person's pecuniary interest.

Item 5. Ownership of Five Percent or Less of a Class

[] The reporting person has ceased to be the beneficial owner of more than 5% of the class of securities.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Ann S. Gerdin

/s/ Ann S. Gerdin, by Chris Strain, pursuant to power of attorney
previously filed

Ann S. Gerdin, co-trustee of the Ann S. Gerdin Revocable Trust

/s/ Ann S. Gerdin, by Chris Strain, pursuant to power of attorney
previously filed

Julie J. Durr

/s/ Julie J. Durr, by Chris Strain, pursuant to power of attorney
previously filed

Angela K. Janssen

/s/ Angela K. Janssen, by Chris Strain, pursuant to power of attorney
previously filed

Dated: November 6, 2024

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the Common Stock of Heartland Express, Inc. and that this Agreement be included as an Exhibit to such joint filing.

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement this 6th day of November 2024.

ANN S. GERDIN, individually

/s/ Ann S. Gerdin, by Chris Strain, pursuant to power of attorney
previously filed

ANN S. GERDIN, co-trustee of the ANN S. GERDIN REVOCABLE
TRUST

/s/ Ann S. Gerdin, by Chris Strain, pursuant to power of attorney
previously filed

JULIE J. DURR, individually

/s/ Julie J. Durr, by Chris Strain, pursuant to power of attorney previously
filed

ANGELA K. JANSSEN, individually

/s/ Angela K. Janssen, by Chris Strain, pursuant to power of attorney
previously filed
