

Russell Jonathan Scott
 Form 4
 January 04, 2012

FORM 4

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

OMB APPROVAL

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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 *
 Russell Jonathan Scott

(Last) (First) (Middle)
 ONE CELADON DRIVE, 9503
 EAST 33RD STREET
 (Street)

INDIANAPOLIS, IN 46235

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 CELADON GROUP INC [CGI]

3. Date of Earliest Transaction
 (Month/Day/Year)
 10/07/2011

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)
 President of Subsidiary

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 10/07/2011 | | P | V 176 A \$ 8.37 | 159,343 ⁽¹⁾ | D ⁽¹⁾ | |
| Common Stock | 12/06/2011 | | G | V 1,550 D \$ 0 | 157,793 ⁽¹⁾ | D ⁽¹⁾ | |
| Common Stock | 12/22/2011 | | G | V 2,000 A \$ 0 | 159,793 ⁽¹⁾ | D ⁽¹⁾ | |
| Common Stock | 12/22/2011 | | G | V 400 A \$ 0 | 2,912 ⁽²⁾ | I ⁽²⁾ | By Son ⁽²⁾ |
| Common Stock | 12/22/2011 | | G | V 400 A \$ 0 | 2,575 ⁽²⁾ | I ⁽²⁾ | By Son ⁽²⁾ |

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