

Liu Michael K
Form 4
April 28, 2010

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Liu Michael K

2. Issuer Name **and** Ticker or Trading
Symbol
KNIGHT TRANSPORTATION INC
[KNX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
5601 WEST BUCKEYE ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/26/2010

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Pres., Dry Van Division

PHOENIX, AZ 85043

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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)
Common Stock, par value \$0.01 per share	04/26/2010		A	475	A \$ 8.4445 (1)	475	D
Common Stock, par value \$0.01 per share	04/26/2010		S	475	D \$ 22.2701	0	D
Common Stock, par	04/26/2010		A	2,430	A \$ 11.4356	2,430	D

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value					(2)		
\$0.01 per share							
Common Stock, par value	04/26/2010	S	2,430	D	\$		
\$0.01 per share					22.2701	0	D
Common Stock, par value	04/26/2010	A	650	A	\$		
\$0.01 per share					10.5378	650	D
					(3)		
Common Stock, par value	04/26/2010	S	650	D	\$		
\$0.01 per share					22.2701	0	D

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

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(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 (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)	8. Amount or Number of Shares
Common Stock, par value	\$ 8.4445	04/26/2010		M	475	06/05/2007 06/04/2012	Common Stock	475
\$0.01 per share	(1)							
Common Stock, par value	\$ 11.4356	04/26/2010		M	2,430	08/07/2009 08/06/2013	Common Stock	2,430
	(2)							

\$0.01 per
share

Common
Stock, par

value \$ 10.5378

\$0.01 per
share

(3)

04/26/2010

M

650

03/19/2010

03/18/2014

Common
Stock

650

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Liu Michael K 5601 WEST BUCKEYE ROAD PHOENIX, AZ 85043			Pres., Dry Van Division	

Signatures

/s/ Michael Liu

04/28/2010

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) An option was granted on June 5, 2002 with an exercise price of \$8.4445 per share.

(2) An option was granted on August 7, 2003 with an exercise price of \$11.4356 per share.

(3) An option was granted on March 19, 2004 with an exercise price of \$10.5378 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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