

COVENANT TRANSPORT INC  
Form 4  
May 25, 2006

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HOGAN JOEY B

2. Issuer Name and Ticker or Trading Symbol  
COVENANT TRANSPORT INC [CVTI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
400 BIRMINGHAM HIGHWAY  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/23/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Exec Vice President & CFO

CHATTANOOGA, TN 37419

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |                                   |
| Class A common stock            | 05/23/2006                           |  | A <sup>(1)</sup>               | 4,000 <sup>(1)</sup> A \$ 0                                       | 4,000   | D  |                                   |
| Class A common stock            | 05/23/2006                           |  | A <sup>(2)</sup>               | 33,333 <sup>(2)</sup> A \$ 0                                      | 37,333  | D  |                                   |
| Class A common stock            |                                      |  |                                |   | 7,348   | I  | 401(k) <sup>(3)</sup>             |
| Class A common                  |                                      |  |                                |   | 3,400   | D  | <sup>(4)</sup>                    |

stock

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| HOGAN JOEY B<br>400 BIRMINGHAM HIGHWAY<br>CHATTANOOGA, TN 37419 |               |           | Exec Vice President & CFO |       |

## Signatures

/s/ Joey B. Hogan, by Mark A. Scudder, attorney-in-fact, pursuant to a POA previously filed with the SEC

05/25/2006

\_\_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 an annual restricted stock award under the Covenant Transport, Inc. 2006 Omnibus Incentive Plan. The award is subject to certain performance vesting and holding provisions.
- (2) Represents a special restricted stock award under the Covenant Transport, Inc. 2006 Omnibus Incentive Plan. The award is subject to certain performance vesting and holding provisions.
- (3) The number of shares reported beneficially owned following the reported transaction is equal to the reporting person's May 23, 2006, account balance, the latest balance available under the plan, in the employer stock fund under the issuer's 401(k) Plan divided by the

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closing price on May 23, 2006. The fund is unitized and as such does not itself allocate a specific number of shares to each participant.

(4) Shares are owned jointly by Mr. Hogan and his wife, Melinda J. Hogan, as joint tenants.

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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