

KNIGHT TRANSPORTATION INC

Form 4

September 12, 2013

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Kutter Erick

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)

PHOENIX, AZ 85043

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
03/09/2010

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

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Pres. Knight Refrigerated, LLC

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)
Common Stock	03/09/2010		M	4,500 A	\$ 11.4356 13,769	D	
Common Stock	03/09/2010		S	4,500 D	\$ 20.4287 9,269	D	
Common Stock	03/09/2010		M	4,500 A	\$ 10.5378 13,769	D	
Common Stock	03/09/2010		S	4,500 D	\$ 20.4287 9,269	D	
Common Stock	03/09/2010		M	4,500 A	\$ 10.44 13,769	D	

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Common Stock	03/09/2010	S	4,500	D	\$ 20.4287	9,269	D
Common Stock	09/10/2013	M	4,500	A	\$ 10.5378	13,769	D
Common Stock	09/10/2013	M	4,500	A	\$ 10.44	18,269	D
Common Stock	09/10/2013	S	9,000	D	\$ 16.6732 (1)	9,269	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
Employee Stock Option (right to buy)	\$ 11.4356	03/09/2010		M	4,500	08/07/2009 08/06/2013	Common Stock 4,500
Employee Stock Option (right to buy)	\$ 10.5378	03/09/2010		M	4,500	03/19/2009 03/18/2014	Common Stock 4,500
Employee Stock Option (right to buy)	\$ 10.44	03/09/2010		M	4,500	05/11/2009 05/14/2014	Common Stock 4,500
	\$ 10.5378	09/10/2013		M	4,500	03/19/2011 03/18/2014	4,500

Employee
Stock
Option
(right to
buy)

Common
Stock

Employee
Stock
Option
(right to
buy)

\$ 10.44

09/10/2013

M

4,500

05/11/2011

05/14/2014

Common
Stock

4,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

Kutter Erick
5601 WEST BUCKEYE ROAD
PHOENIX, AZ 85043

Pres. Knight Refrigerated, LLC

Signatures

/s/ Erick Kutter

09/12/2013

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) This transaction was executed in multiple trades at prices ranging from \$16.66 to \$16.69 per share. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, Knight Transportation, Inc. or a shareholder of Knight Transportation, Inc. full information regarding the number of shares and prices at which the transaction was effected.

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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