

Yu Wayne
Form 4
June 15, 2010

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 *
Yu Wayne

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)
06/14/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Accounting Officer

PHOENIX, AZ 85043
(City) (State) (Zip)

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

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	06/14/2010		A	V	1,500	A	\$ 20.0467 <u>(1)</u>	1,500	D	
Common Stock, par value \$0.01 per share	06/14/2010		A	V	1,600	A	\$ 18.44 <u>(2)</u>	3,100	D	
Common Stock, par	06/14/2010		A	V	800	A	\$ 18.2 <u>(3)</u>	3,900	D	

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value
\$0.01 per
share

Common
Stock, par
value
\$0.01 per
share

06/14/2010 S 500 D \$ 21.53 3,400 D

Common
Stock, par
value
\$0.01 per
share

06/14/2010 S 3,400 D \$ 21.53 0 D

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.

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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 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. Amount or Number of Shares
Common Stock, par value \$0.01 per share	\$ 20.0467 ⁽¹⁾	06/14/2010		M	1,500	11/15/2009 11/14/2015	Common Stock	1,500
Common Stock, par value \$0.01 per share	\$ 18.44 ⁽²⁾	06/14/2010		M	1,600	05/24/2010 05/23/2016	Common Stock	1,600
Common Stock, par value	\$ 18.2 ⁽³⁾	06/14/2010		M	800	05/25/2010 05/24/2017	Common Stock	800

\$0.01 per
share

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Yu Wayne 5601 WEST BUCKEYE ROAD PHOENIX, AZ 85043			Chief Accounting Officer	

Signatures

/s/ Wayne Yu 06/15/2010

**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 November 15, 2005, with an exercise price of \$20.0467 per share.
 - (2) An option was granted on May 24, 2006, with an exercise price of \$18.44 per share.
 - (3) An option was granted on May 25, 2007, with an exercise price of \$18.20 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.