

Liu Michael K  
Form 4  
April 28, 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 \*  
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  
 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)  
 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					<u>(2)</u>		
\$0.01 per share							
Common Stock, par value	04/26/2010	S	2,430	D	\$ 22.2701	0	D
\$0.01 per share							
Common Stock, par value	04/26/2010	A	650	A	\$ 10.5378	650	D
\$0.01 per share					<u>(3)</u>		
Common Stock, par value	04/26/2010	S	650	D	\$ 22.2701	0	D
\$0.01 per share							

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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock, par value \$0.01 per share	\$ 8.4445 <u>(1)</u>	04/26/2010		M	475	06/05/2007 06/04/2012	Common Stock	475	
Common Stock, par value	\$ 11.4356 <u>(2)</u>	04/26/2010		M	2,430	08/07/2009 08/06/2013	Common Stock	2,430	

\$0.01 per share

Common Stock, par value \$0.01 per share

\$ 10.5378  
(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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