

Miller Adam W
 Form 3
 February 18, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Miller Adam W		(Month/Day/Year)	KNIGHT TRANSPORTATION INC [KNX]	
(Last)	(First)	(Middle)	02/08/2011	
5601 WEST BUCKEYE ROAD		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		6. Individual or Joint/Group Filing(Check Applicable Line)
PHOENIX,Â AZÂ 85043		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	810	D	Â

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

Edgar Filing: Miller Adam W - Form 3

annually, with the next scheduled vesting on April 26, 2011, and each anniversary thereafter, until fully vested.

- (4) Mr. Miller was granted an option to purchase 1,500 shares of stock at the grant price of \$18.75 per share on May 18, 2006 of which 600 shares are currently vested and exercisable and zero have been exercised with the remaining shares vesting as follows: 300 shares annually, with the next scheduled vesting on May 18, 2011, and each anniversary thereafter, until fully vested.

- (5) Mr. Miller was granted an option to purchase 1,000 shares of stock at the grant price of \$18.77 per share on May 19, 2006 of which 400 shares are currently vested and exercisable with the remaining shares vesting as follows: 200 shares annually, with the next scheduled vesting on May 19, 2011, and each anniversary thereafter, until fully vested.

- (6) Mr. Miller was granted an option to purchase 2,500 shares of stock at the grant price of \$18.20 per share on May 25, 2007 of which 500 shares are currently vested and exercisable with the remaining shares vesting as follows: 500 shares annually, with the next scheduled vesting on May 25, 2011, and each anniversary thereafter, until fully vested.

- (7) Mr. Miller was granted an option to purchase 5,335 shares of stock at the grant price of \$14.79 per share on February 29, 2008, to vest as follows: 1,067 shares annually, with the next scheduled vesting on February 28, 2011, and each anniversary thereafter, until fully vested.

- (8) Mr. Miller was granted an option to purchase 5,000 shares at the grant price of \$17.29 per share on May 22, 2008, to vest as follows: 20% each year beginning on May 22, 2011, and each anniversary thereafter, until fully vested.

- (9) On October 30, 2009, Mr. Miller was granted 20,000 Restricted Stock Units, with a vesting schedule as follows: six percent (6%) on January 31, 2011; five percent (5%) respectively on January 31, 2012, January 31, 2013, January 31, 2014 and January 31, 2015; six (6%) percent on January 31, 2016; seven (7%) percent on January 31, 2017; eight (8%) on January 31, 2018; nine (9%) percent on January 31, 2019; ten percent (10%) on January 31, 2020; eleven (11%) percent on January 31, 2021; twelve percent (12%) on January 31, 2022; and eleven percent (11%) on January 31, 2023. Stock is issued when and as vested. Each restricted stock unit represents a contingent right to receive one share of KNX common stock.

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.