

KNIGHT TRANSPORTATION INC
Form 4
October 24, 2007

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 *
KOHL TIMOTHY M

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)
10/22/2007

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

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.01 per share	10/22/2007		A		1,125	A	\$ 12.5934 <u>(1)</u> 167,780
Common Stock, par value \$0.01 per share	10/22/2007		S		1,125	D	\$ 15.56 166,655
Common Stock, par	10/22/2007		S		145,688	D	\$ 20,967 15.6104

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value \$0.01 per share							
Common Stock, par value \$0.01 per share	10/22/2007	S	16,875	D	\$ 15.6104	4,092	D
Common Stock, par value \$0.01 per share	10/22/2007	S	4,092	D	\$ 15.6104	0	D
Common Stock, par value \$0.01 per share	10/23/2007	A	11,784	A	\$ 15.5334 (2)	11,784	D
Common Stock, par value \$0.01 per share	10/23/2007	A	1,341	A	\$ 15.5334 (3)	13,125	D
Common Stock, par value \$0.01 per share	10/23/2007	S	200	D	\$ 16.02	12,925	D
Common Stock, par value \$0.01 per share	10/23/2007	S	1,000	D	\$ 16.01	11,925	D
Common Stock, par value \$0.01 per share	10/23/2007	S	11,925	D	\$ 16	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)**

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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
Common Stock, par value \$0.01 per share	\$ 12.5934 <u>(1)</u>	10/22/2007		M	1,125	09/30/2007	08/05/2014	Common Stock	1,125
Common Stock, par value \$0.01 per share	\$ 15.5334 <u>(2)</u>	10/23/2007		M	11,784	09/30/2007	05/15/2015	Common Stock	11,784
Common Stock, par value \$0.01 per share	\$ 15.5334 <u>(3)</u>	10/23/2007		M	1,341	09/30/2007	05/15/2015	Common Stock	1,341

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KOHL TIMOTHY M 5601 WEST BUCKEYE ROAD PHOENIX, AZ 85043			President	

Signatures

Timothy M. Kohl
10/24/2007

__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 August 6, 2004 with an exercise price of \$12.5934 per share.
- (2) An option was granted on May 16, 2005 with an exercise price of \$15,5334 per share (non qualified stock option grant)
- (3) An option was granted on May 16, 2005 with an exercise price of \$15,5334 per share (incentive stock option grant)

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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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