

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
 (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	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 value \$0.01 per share	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.

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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	\$ 8.4445 <u>(1)</u>	04/26/2010		M	475	06/05/2007	06/04/2012	Common Stock	475
\$0.01 per share									
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									

\$0.01 per share

Common Stock, par value

\$ 10.5378
(3)

04/26/2010

M

650

03/19/2010

03/18/2014

Common Stock

650

\$0.01 per share

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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