

KNIGHT TRANSPORTATION INC
 Form 4
 December 19, 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 *
 Kutter Erick

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)
 12/11/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Pres. Knight Refrigerated, LLC

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 Ownership (Instr. 4)		
			Code	V	Amount or Price				
Common Stock, par value \$0.01 per share	12/11/2007		A		4,525	A	\$ 2.8518 (1)	20,720	D
Common Stock, par value \$0.01 per share	12/11/2007		S		4,525	D	\$ 17.2103	16,195	D
Common Stock, par value \$0.01 per share	12/11/2007		A		3,375	A	\$ 4.8889 (2)	19,570	D

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value \$0.01 per share							
Common Stock, par value \$0.01 per share	12/11/2007	S	3,375	D	\$ 17.2103	16,195	D
Common Stock, par value \$0.01 per share	12/11/2007	A	9,000	A	\$ 8.4445 <u>(3)</u>	25,195	D
Common Stock, par value \$0.01 per share	12/11/2007	S	9,000	D	\$ 17.2103	16,195	D
Common Stock, par value \$0.01 per share	12/11/2007	A	4,500	A	\$ 11.4356 <u>(4)</u>	20,695	D
Common Stock, par value \$0.01 per share	12/11/2007	S	4,500	D	\$ 17.2103	16,195	D
Common Stock, par value \$0.01 per share	12/11/2007	A	2,250	A	\$ 10.5378 <u>(5)</u>	18,445	D
Common Stock, par value \$0.01 per share	12/11/2007	S	2,250	D	\$ 17.2103	16,195	D
Common Stock, par value \$0.01 per s hare	12/11/2007	A	2,250	A	\$ 10.44 <u>(6)</u>	18,445	D
Common Stock, par value	12/11/2007	S	2,250	D	\$ 17.2103	16,195	D

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\$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
Common Stock, par value \$0.01 per share	\$ <u>2.8518</u> ⁽¹⁾	12/11/2007		M	4,525	10/12/2001 10/12/2010	Common Stock	4,525
Common Stock, par value \$0.01 per share	\$ <u>4.8889</u> ⁽²⁾	12/11/2007		M	3,375	09/18/2006 09/17/2011	Common Stock	3,375
Common Stock, par value \$0.01 per share	\$ <u>8.4445</u> ⁽³⁾	12/11/2007		M	9,000	06/05/2007 06/04/2012	Common Stock	9,000
Common Stock, par value \$0.01 per share	\$ <u>11.4356</u> ⁽⁴⁾	12/11/2007		M	4,500	08/07/2007 08/06/2013	Common Stock	4,500
Common Stock, par value \$0.01 per share	\$ <u>10.5378</u> ⁽⁵⁾	12/11/2007		M	2,250	03/19/2007 03/18/2014	Common Stock	2,250

share

Common
Stock, par
value
\$0.01 per
share

\$ 10.44
(6)

12/11/2007

M

2,250
(6)

05/11/2007

05/10/2014

Common
Stock 2,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kutter Erick 5601 WEST BUCKEYE ROAD PHOENIX, AZ 85043			Pres. Knight Refrigerated, LLC	

Signatures

/s/ Erick Kutter

12/19/2007

**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 October 13, 2000 with an exercise price of \$2.8518 per share.

(2) An Option was granted on September 18, 2001 with an exercise price of \$4.8889 per share.

(3) An Option was granted on June 5, 2002 with an exercise price of \$8.4445 per share.

(4) An Option was granted on August 7, 2003 with an exercise price of \$11.4356 per share.

(5) An Option was granted on March 19, 2004 with an exercise price of \$10.5378 per share.

(6) An Option was granted on May 11, 2004 with an exercise price of \$10.44 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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