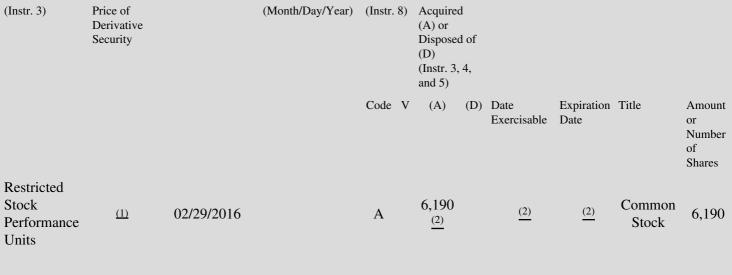
Edgar Filing: KNIGHT TRANSPORTATION INC - Form 4

KNIGHT T Form 4 March 02, 2	TRANSPORTATI	ON INC	-							
FOR								OMB A	PPROVA	۹L
-	UNITED	STATES		RITIES A shington			COMMISSION	N OMB Number:	3235	-0287
if no lo subject Section Form 4	to SIAIEN 16.							Estimated burden hou	Expires: January 31, 2005 Estimated average burden hours per response 0.5	
Form 5 obligati may co <i>See</i> Ins 1(b).	ntinue. Section 17(pursuant to Section 16(a) of the Securities Exchange Act of 1934, 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940						on		
(Print or Type	e Responses)									
1. Name and Address of Reporting Person <u>*</u> Updike James E. Jr.			2. Issuer Name and Ticker or Trading Symbol KNIGHT TRANSPORTATION INC			5. Relationship of Reporting Person(s) to Issuer				
			[KNX]				(Check all applicable)			
(Last) (First) (Middle) 20002 NORTH 19TH AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 02/29/2016			Director 10% Owner X Officer (give title Other (specify below) below) Exec VP Sales and Marketing				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
PHOENIX	X, AZ 85027						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owne	d
1.Title of Security (Instr. 3)	arity (Month/Day/Year) Execution Da		Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or		Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al nip	
D . I D			c	Code V		(D) Price				
Reminder: Ro	eport on a separate line	e tor each cla	ass of sec	urifies bene	Perso inforn requir	ns who res nation cont ed to resp lys a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S



Reporting Owners

Reporting Owner Name / Addre	SS	Relationships						
	Director	10% Owner	Officer	Other				
Updike James E. Jr. 20002 NORTH 19TH AVEN PHOENIX, AZ 85027	UE		Exec VP Sales and Marketing					
Signatures								
/s/ James E. Updike, Jr.	03/02/2016							

**Signature of Reporting Date
Person

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) Each restricted stock performance unit represents a contingent right to receive one share of Knight Transportation, Inc. common stock, subject to adjustment based on certain performance targets over a performance period ending on December 31, 2018.
- (2) The number of derivative securities is subject to adjustment based on the level of achievement for specified performance targets measured over the performance period ending on December 31, 2018. The shares earned under this award will vest on January 31, 2020.

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.

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