

KNIGHT TRANSPORTATION INC
 Form 3
 February 17, 2006

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

OMB APPROVAL

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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 Yu Wayne		(Month/Day/Year)	KNIGHT TRANSPORTATION INC [KNX]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		02/08/2006		
5601 WEST BUCKEYE ROAD			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
			(give title below) (specify below)	
			Chief Accounting Officer	
PHOENIX,Â X1Â 85043				
(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, par value \$0.01 per share	0	D	Â

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

SEC 1473 (7-02)

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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	

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				Shares		(I) (Instr. 5)	
Stock Option (Right to Buy)	09/18/2006	09/07/2011	Common Stock, par value \$0.01 per share	844	\$ 4.8889	D	Â
Stock Option (Right to Buy)	06/05/2006 ⁽¹⁾	08/06/2013	Common Stock, par value \$0.01 per share	1,275	\$ 8.4445	D	Â
Stock Option (Right to Buy)	08/07/2006 ⁽²⁾	08/06/2013	Common Stock, par value \$0.01 per share	2,250	\$ 11.4356	D	Â
Stock Option (Right to Buy)	03/19/2007 ⁽³⁾	03/18/2014	Common Stock, par value \$0.01 per share	2,588	\$ 10.5378	D	Â
Stock Option (Right to Buy)	04/26/2008 ⁽⁴⁾	04/25/2015	Common Stock, par value \$0.01 per share	2,250	\$ 14.48	D	Â
Stock Option (Right to Buy)	11/15/2008 ⁽⁵⁾	11/14/2015	Common Stock, par value \$0.01 per share	2,500	\$ 20.0467	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Yu Wayne 5601 WEST BUCKEYE ROAD PHOENIX, AZ 85043	Â	Â	Â Chief Accounting Officer	Â

Signatures

/s/ Wayne Yu 02/17/2006

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Mr. Yu holds an option to purchase 1,275 shares, 637 shares will be vested and exercisable on June 5, 2006, with the remaining 638 vested and exercisable as of June 5, 2007.
- (2) Mr. Yu was granted 2,250 shares of common stock to be vested annually, in equal installments of 450 shares beginning on August 7, 2006.
- (3) Mr. Yu was granted 2,588 shares of common stock, to be vested as follows: two installments of 517 shares on March 19, 2007 and March 19, 2008, with the remaining shares to be vested annual, in equal installments of 518 shares, beginning on March 19, 2009.
- (4) Mr. Yu was granted 2,250 shares of common stock to be vested annually, in equal installments of 450 shares beginning on April 26, 2008.
- (5) Mr. Yu was granted 2,500 shares of common stock to be vested annually, in equal installments of 750 shares beginning on November 15, 2008.

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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