Yu Wayne
Form 4/A
April 11, 2018

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Yu Wayne

(Last) (First) (Middle)

20002 NORTH 19TH AVENUE

(Street)

PHOENIX, AZ 85027

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
KNIGHT TRANSPORTATION INC [KNX]

3. Date of Earliest Transaction (Month/Day/Year)
09/08/2017

4. If Amendment, Date Original Filed(Month/Day/Year)
09/12/2017

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
CAO of Knight Trans. Inc.

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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			

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

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

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A o N o S
Restricted Stock Performance Units [1]	[2]	09/08/2017	D			2,487	09/08/2017[2]	[2]	Common Stock	
Restricted Stock Performance Units [1]	[3]	09/08/2017	D			1,673 [3]	[3]	01/31/2019[3]	Common Stock	
Restricted Stock Performance Units [1]	[3]	09/08/2017	D			2,476 [3]	[3]	01/31/2020[3]	Common Stock	
Restricted Stock Units [1]	[4]	09/08/2017	D			7,050	[4]	[4]	Common Stock	
Restricted Stock Units [1]	[5]	09/08/2017	D			2,000	[5]	[5]	Common Stock	
Restricted Stock Units [1]	[6]	09/08/2017	D			1,799	[6]	[6]	Common Stock	
Employee Stock Option (Right to Buy) [1]	$ 33.35	09/08/2017	D			5,000	[7]	05/31/2022	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Yu Wayne 20002 NORTH 19TH AVENUE PHOENIX, AZ 85027			CAO of Knight Trans. Inc.	

Signatures

/s/ Jessica Benford, Attorney-in-Fact 04/11/2018

**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) This row is added to show disposition of derivative securities pursuant to the Agreement and Plan of Merger, dated April 9, 2017, by and among Swift Transportation Company, Bishop Merger Sub, Inc., and the issuer (the "Merger Agreement"). The derivate securities were assumed and replaced by Swift Transportation Company (renamed Knight-Swift Transportation Holdings Inc.).

(2) On March 14, 2014, the reporting person was granted restricted stock units with the amount of shares of common stock awarded to be based on achieving or failing to achieve performance targets measured over a three-year period that ended December 31, 2016. As part of the Merger Agreement, the restricted stock units vest on the closing date of the Merger Agreement and the shares issued have a market value of $40.85 per share on the closing date of the Merger Agreement. Each restricted stock unit represents a contingent right to receive one share of Common Stock of the issuer.

(3) The number of underlying securities is subject to adjustment based on the level of achievement for specified performance targets measured over a performance period ending on December 31, 2017. The shares underlying this award vested as of September 8, 2017.

(4) The remaining restricted stock units for this grant were scheduled to vest as follows: approximately 17% on January 31, 2018, approximately 17% on January 31, 2019, approximately 15% on January 31, 2020, and approximately 17% on each of January 31, 2021, 2022, and 2023.

(5) The remaining restricted stock units for this grant were scheduled to vest in two equal annual installments beginning on January 31, 2018.

(6) This restricted stock unit grant was scheduled to vest in five equal annual installments beginning on May 31, 2018.

(7) This option was scheduled to vest in four equal annual installments beginning on May 31, 2018.

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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