

USA TRUCK INC
Form 4
May 15, 2014

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KNIGHT TRANSPORTATION INC

2. Issuer Name **and** Ticker or Trading
Symbol
USA TRUCK INC [USAK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
20002 NORTH 19TH AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/13/2014

____ Director ____ ☒ 10% Owner
____ Officer (give title below) ____ Other (specify below)

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

PHOENIX, AZ 85027

(City) (State) (Zip)

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)
Common stock, par value \$0.01 per share	05/13/2014		S	101,400 (1)	D \$ 17.1 (1)	1,203,117 (1) I	See footnote (3)
Common stock, par value \$0.01 per share	05/14/2014		S	10,000 (2)	D \$ 17.02 (2)	1,193,117 (2) I	See footnote (3)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KNIGHT TRANSPORTATION INC 20002 NORTH 19TH AVENUE PHOENIX, AZ 85027	X

Signatures

/s/ Kevin P. Knight, Authorized
Officer 05/15/2014

__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) The 101,400 shares reported were sold on May 13, 2014. Such shares were sold in multiple transactions, at a weighted average price per share of approximately \$17.10. The number of shares owned by the reporting persons following such sales was 1,203,117. The reporting persons undertake to provide to the issuer, any stockholder of the issuer or the staff of the United States Securities and Exchange Commission, upon request, full information regarding the shares sold in each transaction.

(2) The 10,000 shares reported were sold on May 14, 2014. Such shares were sold in multiple transactions, at a weighted average price per share of approximately \$17.02. The number of shares owned by the reporting persons following such sales was 1,193,117. The reporting persons undertake to provide to the issuer, any stockholder of the issuer or the staff of the United States Securities and Exchange Commission, upon request, full information regarding the shares sold in each transaction.

(3) Knight Transportation, Inc. ("Knight Transportation") is an indirect owner of these shares. These shares are owned directly by Knight Capital Growth LLC, a wholly-owned subsidiary of Knight Transportation.

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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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