

USA TRUCK INC
Form 4
May 15, 2014

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

PHOENIX, AZ 85027

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

(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)	
			Code	V	Amount			
					(A) or (D)	Price		
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 (Instr. 5)
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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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