

COVENANT TRANSPORTATION GROUP INC

Form 4

February 09, 2015

**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

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SMITH TONY**

2. Issuer Name **and** Ticker or Trading  
Symbol

**COVENANT TRANSPORTATION  
GROUP INC [CVTI]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

**400 BIRMINGHAM HIGHWAY**

(Street)

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

**12/30/2011**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

President of Subsidiary

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  
\_\_\_\_ Form filed by More than One Reporting  
Person

**CHATTANOOGA, TN 37419**

(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)
Class A Common Stock	12/30/2011		S	10,000	D \$ 2.9813 0	D <sup>(1)</sup>	
Class A Common Stock	02/05/2015		M <sup>(2)</sup>	2,076	A \$ 21.43 99,278	D	
Class A Common Stock	02/05/2015		M <sup>(3)</sup>	10,000	A \$ 13.64 109,278	D	
Class A Common	02/05/2015		S	12,076	D \$ 97,202 29.2472	D	

Stock

(4)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 (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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right-to-Buy) Class A Common Stock	\$ 21.43	02/05/2015		M <sup>(2)</sup>		2,076		02/16/2005	02/16/2015	Class A Common Stock	2,076
Employee Stock Option (Right-to-Buy) Class A Common Stock	\$ 13.64	02/05/2015		M <sup>(3)</sup>		10,000		05/10/2005	05/10/2015	Class A Common Stock	10,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH TONY 400 BIRMINGHAM HIGHWAY CHATTANOOGA, TN 37419			President of Subsidiary	

## Signatures

/s/ Tony Smith, by Heidi Hornung-Scherr, attorney-in-fact, pursuant to a POA previously  
filed with the SEC

02/09/2015

\_\_\_\_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) Shares were owned jointly by Mr. Smith and his wife as joint tenants with rights of survivorship.
- (2) Represents exercise of employee stock option scheduled to expire on February 16, 2015, which avoided forfeiture by the reporting person of such option on such date.
- (3) Represents exercise of employee stock option scheduled to expire on May 10, 2015, which avoided forfeiture by the reporting person of such option on such date.
- (4) Price reflects a weighted average sale price for multiple transactions ranging from \$29.10 to \$29.52 per share, inclusive. The reporting person undertakes to provide, upon request by the SEC staff, the issuer, or a stockholder of the issuer, full information regarding the number of shares sold at each separate price.

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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