NIELSON NIEL B Form 4 May 12, 2005

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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SECURITIES

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

NIELSON NIEL B

2. Issuer Name and Ticker or Trading

Symbol

COVENANT TRANSPORT INC

[CVTI]

(Last) (First) (Middle)

1117 MOUNTAIN TERRACE

3. Date of Earliest Transaction

(Month/Day/Year) 05/10/2005

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

_X__ Director 10% Owner Officer (give title Other (specify

below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

LOOKOUT MOUNTAIN, GA 30750

> (City) (State)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if

(Month/Day/Year)

(Zip)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

Reported Transaction(s)

(Instr. 3 and 4)

Code V Amount (D) Price

(A)

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative

Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date

5. Number

6. Date Exercisable and

7. Title and Amour **Underlying Securit**

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securi Acqui (A) or Dispo (D) (Instr. and 5)	red sed of 3, 4,	(Month/Day/Year	r)	(Instr. 3 and	nstr. 3 and 4)	
				Code V	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Share	
Outside Director Option (Right-to-Buy) Class A Common Stock	\$ 13.64	05/10/2005		A	2,50	0	11/10/2005(1)	(2)	Class A Common Stock	2,50	

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
NIELSON NIEL B							
1117 MOUNTAIN TERRACE	X						
LOOKOUT MOUNTAIN, GA 30750							

Signatures

/s/ Niel B. Nielson, by Mark A. Scudder, attorney-in-fact, pursuant to a POA previously filed with the SEC

05/12/2005

**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).
- The option to purchase 2,500 shares of Class A Common Stock is fully exercisable during its term (i) beginning on the date six months (1) after the grant date, and (ii) after the grant date only while the reporting person is a director of the issuer and for a period of 12 months thereafter.
- (2) The option to purchase 2,500 shares of Class A Common Stock will expire on the earlier of (i) May 10, 2015, or (ii) one year after the director terminates his services as a director of the issuer.
- (3) Upon exercise, the derivative security converts on a one-for-one basis into Class A Common Stock. The reporting person does not have to pay for the derivative security upon grant. The exercise price of the derivative security is set forth in Column 2 of Table II of this report.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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