| KNIGHT PI<br>Form 4  |   |   |                         |  |                  |              |  |   |   |  |  |
|--|---|---|-------------------------|--|------------------|--------------|--|---|---|--|--|
| February 13  |   |   |                         |  |                  |              |  |   | PROVAL  |  |  |
| FORM   | <b>4</b> UNITED                         | STATES SECU   | RITIES A                |  |                  | NGE C        | OMMISSION  | OMB<br>OMB<br>Number:   | 3235-0287   |  |  |
| Check th   |   | •••   | asinington              | , D.C. 20                              | 1549             |              |  |   | January 31,   |  |  |
| if no lon<br>subject to<br>Section 1<br>Form 4 c                 | 6. <b>SIAIEN</b>                        | IENT OF CHA   | NGES IN<br>SECUF        |  | ICIA             | L OWN        | VERSHIP OF   | Expires:<br>Estimated a<br>burden hour                                  | 2005<br>verage<br>s per   |  |  |
| Form 4 C<br>Form 5<br>obligatio<br>may con<br>See Instr<br>1(b). | Filed pur<br>ons Section 17(            | suant to Section<br>a) of the Public V<br>30(h) of the I    | Utility Hol             | ding Cor                               | npan             | y Act of     | 1935 or Section  | response  | 0.5   |  |  |
| (Print or Type   | Responses)                              |   |                         |  |                  |              |  |   |   |  |  |
| 1. Name and A<br>KNIGHT P  | Address of Reporting<br>HILIP H         | Symbol  | er Name and<br>INC [NKI |  | Tradi            | ng           | 5. Relationship of I<br>Issuer   | Reporting Pers  | on(s) to  |  |  |
| (Last)   | (First) (I                              |   | of Earliest T           | -                                      |                  |              | (Check all applicable)   |   |   |  |  |
|  | ERMAN DRIVE                             |   | /Day/Year)              |  |                  |              | X Director<br>Officer (give t<br>below)  | itle $\_X\_10\%$<br>below)  |   |  |  |
|  | (Street)                                |   | nendment, Day/Year      | -                                      | ıl               |              | 6. Individual or Joi<br>Applicable Line)<br>_X_ Form filed by O<br>Form filed by M | ne Reporting Per  | son   |  |  |
|  | ON, OR 97005                            |   |                         |  |                  |              | Person   |   | 6   |  |  |
| (City)   | (State)                                 |   |                         |  |                  | -            | uired, Disposed of,  |   | -   |  |  |
| 1.Title of<br>Security<br>(Instr. 3)                             | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code                    | 4. Securi<br>on(A) or Di<br>(Instr. 3, | ispose<br>4 and  | d of (D)     | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported       | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|  |   |   | Code V                  | Amount                                 | (A)<br>or<br>(D) | Price        | Transaction(s) (Instr. 3 and 4)  |   |   |  |  |
| Class B<br>Common<br>Stock                                       | 02/12/2007 <u>(1)</u>                   |   | S <u>(2)</u>            | 2,000                                  | D                | \$<br>103.54 | 463,728  | D   |   |  |  |
| Class B<br>Common<br>Stock                                       | 02/12/2007                              |   | S <u>(2)</u>            | 2,600                                  | D                | \$<br>103.55 | 461,128  | D   |   |  |  |
| Class B<br>Common<br>Stock                                       | 02/12/2007                              |   | <u>S(2)</u>             | 3,100                                  | D                | \$<br>103.56 | 458,028  | D   |   |  |  |
| Class B<br>Common<br>Stock                                       | 02/12/2007                              |   | S <u>(2)</u>            | 600                                    | D                | \$<br>103.57 | 457,428  | D   |   |  |  |

| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 1,600 | D | \$<br>103.58 | 455,828 | D |
|----------------------------|------------|--------------|-------|---|--------------|---------|---|
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 900   | D | \$<br>103.59 | 454,928 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 400   | D | \$ 103.6     | 454,528 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 5,900 | D | \$<br>103.61 | 448,628 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 800   | D | \$<br>103.62 | 447,828 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 1,700 | D | \$<br>103.63 | 446,128 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 1,600 | D | \$<br>103.64 | 444,528 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 1,800 | D | \$<br>103.65 | 442,728 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 1,900 | D | \$<br>103.66 | 440,828 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 2,900 | D | \$<br>103.67 | 437,928 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,700 | D | \$<br>103.68 | 434,228 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,800 | D | \$<br>103.69 | 430,428 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 7,300 | D | \$ 103.7     | 423,128 | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,900 | D | \$<br>103.71 | 419,228 | D |
| Class B<br>Common          | 02/12/2007 | S <u>(2)</u> | 7,200 | D | \$<br>103.72 | 412,028 | D |

Stock

| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 6,700 | D | \$<br>103.73 | 405,328            | D |
|----------------------------|------------|--------------|-------|---|--------------|--------------------|---|
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 7,100 | D | \$<br>103.74 | 398,228            | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 6,900 | D | \$<br>103.75 | 391,328            | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,800 | D | \$<br>103.76 | 387,528            | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,100 | D | \$<br>103.77 | 384,428            | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,800 | D | \$<br>103.78 | 380,628            | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,800 | D | \$<br>103.79 | 376,828            | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,200 | D | \$ 103.8     | 373,628            | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 2,900 | D | \$<br>103.81 | 370,728            | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,600 | D | \$<br>103.82 | 367,128            | D |
| Class B<br>Common<br>Stock | 02/12/2007 | S <u>(2)</u> | 3,300 | D | \$<br>103.83 | 363,828 <u>(3)</u> | D |
|                            |            |              |       |   |              |                    |   |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transact<br>Code<br>(Instr. 8 | of<br>Den<br>Sec<br>Acc<br>(A)<br>Dis<br>of (<br>(Ins | rivativ<br>curities<br>quired<br>or<br>posed | S                   | ate                | Secur | ınt of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owna<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|-------------------------------------|---|--|---------------------|--------------------|-------|--|---|--|
|   |   |   |   | Code V                              | V (A)   | ) (D)  | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |   |  |

her

# **Reporting Owners**

| Reporting Owner Name / Address                               | Relationships |           |          |     |  |  |  |  |  |
|--|---------------|-----------|----------|-----|--|--|--|--|--|
| I B  | Director      | 10% Owner | Officer  | Oth |  |  |  |  |  |
| KNIGHT PHILIP H<br>ONE BOWERMAN DRIVE<br>BEAVERTON, OR 97005 | Х             | Х         |          |     |  |  |  |  |  |
| Signatures   |               |           |          |     |  |  |  |  |  |
| By: John F. Coburn III For: Ph<br>Knight                     | ilip H.       | 02        | /13/2007 | ,   |  |  |  |  |  |
| <u>**</u> Signature of Reporting Persor                      | 1             |           | 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).

Pursuant to Company policy, market sales of Company stock by officers and directors are permitted only after the second full trading day(1) after the release of quarterly earnings and ending on the last day of the second month of the following fiscal quarter, except pursuant to approved 10b5-1 trading plans.

(2) Transaction pursuant to a Rule 10b5-1 Plan.

This Form 4 contains thirty of the one hundred eighteen transactions that were executed on February 12, 2007. One additional form, containing thirty of the one hundred eighteen transactions that were executed on February 12, 2007, was filed immediately prior to this

(3) Containing unity of the one number eighteen transactions that were executed on reordary 12, 2007, was filed immediately profit of this Form 4. Two additional forms, one containing thirty and one containing twenty-eight of the one hundred eighteen transactions that were executed on February 12, 2007, were filed immediately following this Form 4.

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.