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COVENANT TRANSPORT INC  
Form 10-Q/A  
July 30, 2002

FORM 10-Q/A

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2001

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 0-24960

Covenant Transport, Inc.

(Exact name of registrant as specified in its charter)

Nevada  
(State or other jurisdiction of  
incorporation or organization)

88-0320154  
(I.R.S. Employer Identification No.)

400 Birmingham Hwy.  
Chattanooga, TN 37419  
(423) 821-1212

(Address, including zip code, and telephone number,  
including area code, of registrant's  
principal executive office)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES  NO

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date (July 26, 2002).

Class A Common Stock, \$.01 par value: 11,970,711 shares  
Class B Common Stock, \$.01 par value: 2,350,000 shares

EXPLANATORY NOTE

Covenant Transport, Inc. ("Covenant") hereby amends and restates in its entirety Item 6 of its Quarterly Report on Form 10-Q for the quarterly period

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ended September 30, 2001, filed with the Securities and Exchange Commission on November 13, 2001. The sole purpose of this amendment is to remove references to three Exhibits, and to attach Exhibit 10.11, which is filed herewith.

Item 6. Exhibits and reports on Form 8-K.

(a) Exhibits

Exhibit Number	Reference	Description
3.1	(1)	Restated Articles of Incorporation.
3.2	(1)	Amended Bylaws dated September 27, 1994.
4.1	(1)	Restated Articles of Incorporation.
4.2	(1)	Amended Bylaws dated September 27, 1994.
10.1	(1)	401(k) Plan filed as Exhibit 10.10.
10.2	(2)	Stock Purchase Agreement made and entered into as of November 1999, and among Covenant Transport, Inc., a Tennessee corporation; Marilu Ives, Tommy Ives, Garry Ives, Larry Ives, Sharon Ann D. Ives, Tommy Denver Ives Irrevocable Trust; Harold Ives Trucking Co., Inc.; and Truck Broker, Inc.
10.3	(3)	Outside Director Stock Option Plan, filed as Exhibit A.
10.4	(4)	Amendment No. 1 to the Outside Director Stock Option Plan, filed as Exhibit 10.4.
10.5	(5)	Amended and Restated Note Purchase Agreement dated December 13, 2000, among Covenant Asset Management, Inc., Covenant Transport, Inc., and Bank of America, N.A., filed as Exhibit 10.5.
10.6	(5)	Credit Agreement by and among Covenant Asset Management, Inc., Covenant Transport, Inc., Bank of America, N.A., and each other financial institution, a party to the Credit Agreement, dated December 13, 2000, filed as Exhibit 10.6.
10.7	(5)	Loan Agreement dated December 12, 2000, among CVTI Receivables Corp., Covenant Transport, Inc., Three Pillars Funding Corporation, and SunTrust Equitable Securities Corporation, filed as Exhibit 10.7.
10.8	(5)	Receivables Purchase Agreement dated as of December 12, 2000, among CVTI Receivables Corp., Covenant Transport, Inc., and Southern Refining Company, filed as Exhibit 10.8.
10.9	(6)	Clarification of Intent and Amendment No. 1 to Loan Agreement dated March 7, 2001, among CVTI Receivables Corp., Covenant Transport, Inc., Three Pillars Funding Corporation, and SunTrust Equitable Securities Corporation, filed as Exhibit 10.9.
10.10	(7)	Incentive Stock Plan, Amended and Restated as of May 17, 2001, filed as Exhibit 10.10.
10.11	#	Amendment No. 1 to Credit Agreement dated August 28, 2001, among CVTI Receivables Corp., Covenant Transport, Inc., Bank of America, N.A., and each other financial institution, a party to the Credit Agreement, which is a party to the Credit Agreement.

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Previously filed as an exhibit to and incorporated by reference from:

- (1) Form S-1, Registration No. 33-82978, effective October 28, 1994.
- (2) Form 8-K for the event dated November 16, 1999.
- (3) Schedule 14A, filed April 13, 2000.
- (4) Form 10-Q for the quarter ended September 30, 2000.

- (5) Form 10-K for the year ended December 31, 2000.
- (6) Form 10-Q for the quarter ended March 31, 2001.
- (7) Schedule 14A, filed April 5, 2001.
- # Filed herewith.

(b) A Form 8-K was filed on September 19, 2001, and a Form 8-K/A was filed on September 26, 2001, with respect to the change in the Company's certifying accountant.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

COVENANT TRANSPORT, INC.

Date: July 30, 2002

/s/ Joey B. Hogan

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Joey B. Hogan

Senior Vice President and Chief Financial Officer