ODELL RICHARD D

Form 4

February 04, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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0.5

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response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

if no longer

Check this box

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 * ODELL RICHARD D

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

SAIA INC [SAIA]

(Check all applicable)

President & CEO of Saia

below)

(Last)

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

4. If Amendment, Date Original

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

11465 JOHNS CREEK PARKWAY, 02/02/2010

SUITE 400

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

JOHNS CREEK, GA 30097

(State) (Zip)

(Street)

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

1.Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

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

Securities Beneficially Owned Following Reported

5. Amount of

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

Indirect Beneficial Ownership (Instr. 4)

(9-02)

(A)

Transaction(s)

or (Instr. 3 and 4) Code V Amount (D) Price

Common Stock

61,775

D

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)

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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. Transacti Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 12.1	02/02/2010		A	22,360		02/02/2013	02/01/2017	Common Stock	22,360
Phantom Stock	\$ 0 (1)						(2)	<u>(3)</u>	Common Stock	41,565.7
Stock Options (Right to Buy)	\$ 4.363						10/25/2002	10/25/2010	Common Stock	30,017
Stock Options (Right to Buy)	\$ 4.123						12/15/2002	12/15/2009	Common Stock	0
Stock Options (Right to Buy)	\$ 4.62						04/21/2003	04/21/2009	Common Stock	0
Stock Options (Right to Buy)	\$ 23						02/03/2008	02/02/2012	Common Stock	5,880
Stock Options (Right to Buy)	\$ 27.38						01/28/2009	01/27/2013	Common Stock	9,560
Stock Options (Right to Buy)	\$ 26.72						02/02/2010	02/01/2014	Common Stock	11,750
Stock Options (Right to Buy)	\$ 26.72						02/02/2010	02/01/2017	Common Stock	19,990
Stock Options	\$ 14.71						02/01/2011	01/31/2015	Common Stock	26,040

(Right to Buy)

Stock

Buy)

Options (Right to

\$ 11.96

02/03/2012 02/02/2016

Common Stock

non 22,400

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

ODELL RICHARD D 11465 JOHNS CREEK PARKWAY, SUITE 400 JOHNS CREEK, GA 30097

President & CEO of Saia

Signatures

/s/ Stephanie R.

Maschmeier

02/04/2010

**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) Conversion rate of this derivative security on February 2, 2010 is 0.8466 resulting in 35,190.96 shares of common stock (underlying security in column 7).
- (2) Immediate
- (3) The shares of phantom stock become payable, in stock, upon reporting person's termination of service as an employee

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