SEC Form 4

FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287									
Estimated average burden									
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to Section 16. For obligations may Instruction 1(b).		01/1	Filed p		nt to Section 16(a)					934			ated average burg per response:	den 0.5
1. Name and Address of Reporting Person* BOGART STACY L (Last) (First) (Middle) P.O. BOX 152					ction 30(h) of the In uer Name and Tick <u>NNEBAGO I</u> te of Earliest Transa 2/2021	Symbol RIES INC		below)		10% Owner				
(Street) FOREST CITY (City)	IA (State)	50436 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)							ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			son
	Tal	ole I - No	n-Derivat	ive S	ecurities Acq	uired,	Dis	posed of,	or Ber	neficially	/ Owned			
Date			2. Transactic Date (Month/Day/	Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Follo Reported	urities eficially red Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
						Code	v	Amount (A) or (D) Pr		Price	Transaction(
Common Stock, \$.50 par value 01/02/2)21		F		1,136 ⁽¹⁾	D	\$61.18	20,493	3	D	
		Table II -			curities Acqui Ils. warrants.					-	Owned			

	(
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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Upon the annual incremental vesting of a restricted stock award granted 01/2/2018 under the Winnebago Industries, Inc. 2014 Omnibus Equity, Performance Awards, and Incentive Compensation Plan, which is a Section 16(b) plan, the reporting person exercised their option to have a portion of such vested shares, equal in value to the tax amount calculated based upon the value of such shares on the vesting date, to be withheld by the Company in order to meet the reporting person's tax obligation incurred upon the vesting of such restricted stock awards.

> /s/ Stacy Bogart, Senior Vice President, General Counsel & 01/05/2021 Secretary, Winnebago Industries, Inc. under Power of **Attorney**

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.