Instruction 1(b).

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to | STATEMENT |
|--|-----------|
| Section 16. Form 4 or Form 5           |           |
| obligations may continue. See          |           |

## OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     KITCH GERALD C  |   |                         |  |         | 2. Issuer Name and Ticker or Trading Symbol WINNEBAGO INDUSTRIES INC [ WGO ]             |  |                    |      |   |     |                    |   |   |                         | ck all appli  | cable)<br>or  | g Pers                            | son(s) to Iss<br>10% Ov  | vner   |
|---|---|-------------------------|--|---------|--|--|--------------------|------|---|-----|--------------------|---|---|-------------------------|---|---|-----------------------------------|--|--|
| (Last) WINNER   | ,   | rst) (<br>USTRIES, INC. | Middle)  |         | 3. Date of Earliest Transaction (Month/Day/Year)  10/31/2006  Officer (give title below) |  |                    |      |   |     |                    |   |   |                         |   | Other (s<br>below)  | specify                           |  |  |
| P.O. BOX 152  |   |                         |  |         |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) |                    |      |   |     |                    |   | 6. Individual or Joint/Group Filing (Check Applicable Line) |                         |   |   |                                   |  |  |
| (Street) FOREST   | CITY IA   |                         | 50436  |         |  |  |                    |      |   |     |                    |   |   | )<br>                   |   | iled by Mor   |                                   | orting Person<br>One Repo  |  |
| (City)  | (St   | ate) (                  | Zip)   |         |  |  |                    |      |   |     |                    |   |   |                         |   |   |                                   |  |  |
|   |   | Tab                     | e I - Non-   | -Deriva | ative  | Sec  | curities           | s Ac | quired, [   | Dis | posed o            | f, or Be  | nefi  | cially                  | y Owned   | ı   |                                   |  |  |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da |   |                         |  |         |  | Execution Date,  |                    |      | Code (Instr.   5)                                       |     |                    |   | 4 and Securitie<br>Benefici<br>Owned F                      |                         | es<br>ally<br>Following                             | Form<br>(D) o   | : Direct<br>r Indirect<br>str. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                      |  |
|   |   |                         |  |         |  |  |                    |      | Code  | v   | Amount             | (A) or<br>(D)   |   | rice                    | Reported<br>Transact<br>(Instr. 3 a                 | ion(s)  |                                   |  | (Instr. 4)   |
|   |   | Т                       | able II - D  |         |  |  |                    |      | uired, Di<br>, options                                  |     |                    |   |   |                         | Owned   |   |                                   |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)       | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security |                         | 3A. Deemed<br>Execution D<br>if any<br>(Month/Day) | ate, T  | ransaction<br>ode (Instr.  |  |                    |      | 6. Date Exercisal<br>Expiration Date<br>(Month/Day/Year |     | )                  | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Securit<br>(Instr. 3 and 4) |   |                         | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | e<br>es<br>ally<br>g              | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |                         |  |         | Code   | v  | (A)                | (D)  | Date<br>Exercisable                                     |     | Expiration<br>Date | Title   | or  | ount<br>nber<br>ires    |   |   |                                   |  |  |
| Winnebago<br>Stock<br>Units <sup>(1)</sup>                | (1)   | 10/31/2006              |  |         | A  |  | 165 <sup>(2)</sup> |      | (1)   |     | (1)                | Common<br>Stock   | 16  | <b>5</b> <sup>(2)</sup> | \$33.475  | 23,736 <sup>0</sup>   | (3)                               | D  |  |

## **Explanation of Responses:**

- 1. Winnebago Stock Units are accrued under the Winnebago Industries, Inc. Directors Deferred Compensation Plan and are to be settled 100% in Winnebago common stock upon the earliest of the following events: reporting person's termination of service as a director, death, disability or a "change in the effective control of the Company" as defined in the Plan pursuant to an election made by reporting person on
- 2. Represents amount of Winnebago Stock Units acquired by reporting person on the transaction date.
- 3. Represents total amount of Winnebago Stock Units held by reporting person in Winnebago Industries, Inc. Directors Deferred Compensation Plan as of reporting date.

/s/ Raymond M. Beebe, Secretary, Winnebago Industries, Inc. under Power of

11/01/2006

<u>Attorney</u>

\*\* 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.