FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

WINNEBAGO INDUSTRIES, INC.

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response: 0.5								

10% Owner Other (specify below)

Instruction 1(b).	Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934	ļ		hours per response:		
		or Section 30(h) of the Investment Company Act of 1940					
1. Name and Address of Reporting Person*  Woodson Bret A		2. Issuer Name and Ticker or Trading Symbol WINNEBAGO INDUSTRIES INC WGO		all applicab Director Officer (givers)	' '		
(Last) (First) (Midd	le)	Date of Earliest Transaction (Month/Day/Year)	1 1	below)	·Human Res	below)	

10/18/2020

P.O. BO	X 152			10/10/2											
				4. If Ame	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable				
(Street)	Γ СΙΤΥ ΙΑ	5	0436							Line	,	filed by One	e Reporting Pers	on	
	I CITY IA										Form filed by More than One Reporting Person				
(City)	(St	ate) (2	Zip)												
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
Date			h/Day/Year) Execution I		cution Date, Transaction					Beneficially Owned 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)	Price	Transa	Reported (Instruction (Instruct			
Common	Stock, \$.50	) par value	10/18/2	2020		F		158(1)	D	\$54.8	2 2	2 28,931 D			
		Tal	ble II - Derivat (e.g., pu		rities Acqu s, warrants,		•				-	d			
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any		4. Transaction Code (Instr. Derivative (Month/Day/Year)		ite	7. Title an Amount Securitie	of	8. Price of Derivative Security	9. Number derivative Securities	of 10. Ownership Form:	11. Nature of Indirect Beneficial		

## **Explanation of Responses:**

Price of Derivative

Security

(Instr. 3)

1. Upon the annual incremental vesting of a restricted stock award granted 10/18/17 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 award.

Date Exercisable

Expiration Date

/s/ Stacy Bogart, Senior Vice President, General Counsel, Secretary and Corporate

10/20/2020

Responsibility

Underlying Derivative

Security (Instr. 3 and 4)

Amount Number

of Shares

Title

\*\* Signature of Reporting Person

(Instr. 5)

Following Reported Transaction(s) (Instr. 4)

Owned

Beneficially

Direct (D) or Indirect (I) (Instr. 4)

(Instr. 4)

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

if any (Month/Day/Year)

Code

Securities Acquired

(A) or Disposed of (D) (Instr. 3, 4 and 5)

(D)

(A)

- \* 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.