SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b) 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person' (Check all applicable) WINNEBAGO INDUSTRIES INC [WGO Woods Jacqueline D. Director Х 10% Owner Officer (give title Other (specify (Middle) below) below) (Last) (First) 3. Date of Earliest Transaction (Month/Day/Year) 03/17/2021 **PO BOX 152** 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) Line) FOREST CITY IA 50436 X Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2A. Deemed 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5. Amount of 6. Ownership Form: Direct 1. Title of Security (Instr. 3) 2. Transaction 7. Nature Execution Date Transaction of Indirect Securities (Month/Day/Year) if anv Code (Instr. 5) Beneficially (D) or Indirect Beneficial Owned Following Ownership (Instr. 4) (Month/Day/Year) 8) (I) (Instr. 4) Reported (A) or (D) Transaction(s) Code v Amount Price (Instr. 3 and 4) 568(1) Common Stock, \$.50 par value 03/17/2021 Α A **\$**0 568 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10 11. Nature Conversion Execution Date Transaction Ownership Derivative Date Expiration Date Amount of Derivative derivative of Indirect Security (Instr. 3) or Exercise Price of (Month/Dav/Year if any (Month/Day/Year) Code (Instr. Derivative (Month/Day/Year) Securities Security (Instr. 5) Securities Form: Beneficial 8) Ownership (Instr. 4) Securities Acquired Underlying Beneficially Direct (D)

Derivative Derivative Owned or Indirect Security (A) or Security (Instr. 3 and 4) Following (I) (Instr. 4) Disposed Reported of (D) (Instr. 3, 4 . Transaction(s) (Instr. 4) and 5) Amount or Number Expiration Date of Code v (A) (D) Exercisable Date Title Shares

Explanation of Responses:

1. Granted 03/17/2021 under the Winnebago Industries, Inc. 2019 Omnibus Incentive Plan. The Restricted Stock Units vest one year from the date of grant

 /s/ Stacy Bogart, Senior Vice

 President, General Counsel,

 Secretary and Corporate

 Responsibility

 ** 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.