FORM 4

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

Washington, D.C. 20549

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OMB APPROVAL								
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## Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name an CHIUS		2. Issuer Name and Ticker or Trading Symbol WINNEBAGO INDUSTRIES INC [ WGO ]								Relationship of Reporting Pers (Check all applicable)     X Director			10% Ov	vner					
(Last) (First) (Middle) WINNEBAGO INDUSTRIES, INC.						3. Date of Earliest Transaction (Month/Day/Year) 04/30/2012								Office below	er (give title		Other (s below)	specify	
P.O. BOX 152  (Street)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person					
FOREST CITY IA			50436											Form filed by More than One Reporting Person					
(City)	(St	ate) (	Zip)																
		Tab	e I - Nor	n-Deriv	ative	Sec	curities	Ac	quired, D	ispo	sed o	f, or Be	neficia	lly Owne	d				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da					Execution Date,			Transaction Disposed Code (Instr. 5)		ities Acquired (A) or d Of (D) (Instr. 3, 4 a		Benefic	ies ially Following	Form (D) or		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
									Code V	А	Amount (A) or (D)		Price	Transa	ction(s) 3 and 4)			(111501. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	Code (Ins				6. Date Exercisa Expiration Date (Month/Day/Year		Amount of		f g Security	8. Price o Derivative Security (Instr. 5)		e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				,	Code	v	(A)	(D)	Date Exercisable	Exp	oiration te	Title	Amount or Number of Shares						
Winnebago Stock Units <sup>(1)</sup>	(1)	04/30/2012			A		367 <sup>(2)</sup>		(1)		(1)	Common Stock	367(2)	\$9.945	16,927	(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 12/14/2011
- 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 05/01/2012

**Attorney** 

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.