SEC Form 4

FORM 4

obligations may continue. See Instruction 1(b).

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

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							
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

1	ss of Reporting Perso	on [*]	2. Issuer Name and Ticker or Trading Symbol WINNEBAGO INDUSTRIES INC [WGO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
BOGART STACY L					Director	10% Owner			
,				X	Officer (give title	Other (specify			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	<u> </u>	below)	below)			
	(1.100)	(inidulo)	10/12/2021		SVP-General Co	ounsel			
P.O. BOX 152									
		,	4. If Amendment, Date of Original Filed (Month/Day/Year)	6 Indiv	idual or Joint/Group Filing	(Check Applicable			
(Street)				Line)	adai of controlop fining	(encourt pphotosic			
FOREST CITY	IA	50436		X	Form filed by One Repo	rting Person			
,					Form filed by More than One Reporting				
(City)	(State)	(Zip)			Person				
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(11150.4)
Common Stock, \$.50 par value	10/12/2021		A		3,063 ⁽²⁾	A	\$ <mark>0</mark>	23,558(1)	D	
Common Stock, \$.50 par value	10/12/2021		A		648	A	\$ <mark>0</mark>	24,206	D	
Common Stock, \$.50 par value	10/12/2021		A		2,936	A	\$ <mark>0</mark>	27,142	D	
Common Stock, \$.50 par value	10/12/2021		F		905	D	\$75.59	26,237	D	
Common Stock, \$.50 par value	10/12/2021		A		4,667	A	\$0	30,904	D	
Common Stock, \$.50 par value	10/12/2021		F		1,456	D	\$75.59	29,448	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(e.g.,	puts,	cans	, wan	am	s, options	converti	Die Sect	inuesj				
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)		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	Expiration Date (Month/Day/Year) ities red 3, 4		Expiration Date Amount of (Month/Day/Year) Securities Underlyin Derivative		7. Title and Amount of Securities Junderlying Derivative Security (Instr. 3 and 4)		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				
Employee Stock Option (right to buy)	\$75.59	10/12/2021		A		3,255		(3)	10/12/2031	Common Stock	3,255	\$75.59	3,255	D	

Explanation of Responses:

1. Reflects 97 shares acquired through the Winnebago Industries, Inc. Employee Stock Purchase Program

2. Granted 10/12/2021 under the Winnebago Industries, Inc. 2019 Omnibus Incentive Plan. Restricted stock units vest in annual increments of one-third beginning on 10/12/2022.

3. Stock options vest in annual increments of one-third beginning on 10/12/2022.

/s/ Stacy Bogart, Senior Vice	
President, General Counsel,	10/14/2021
Secretary and Corporate	<u>10/14/2021</u>
<u>Responsibility</u>	
** Signature of Reporting Person	Date

** Signature of Reporting Person

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.