

SUPREME INDUSTRIES INC
 Form 4
 May 12, 2016

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BARRETT WILLIAM J

2. Issuer Name and Ticker or Trading Symbol
SUPREME INDUSTRIES INC [STS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P O BOX 6199
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/11/2016

Director 10% Owner
 Officer (give title below) Other (specify below)
Exec V P and Secretary

FAIR HAVEN, NJ 07704

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Class A Common Stock | 05/11/2016 | | M | | 15,750 A \$ 1.63 | 677,573 | D |
| Class A Common Stock | 05/11/2016 | | F | | 1,990 D \$ 12.89 | 675,583 | D |
| Class A Common Stock | 05/11/2016 | | M | | 7,500 A \$ 2.33 | 683,083 | D |
| Class A Common | 05/11/2016 | | F | | 1,358 D \$ 12.89 | 681,725 | D |

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| | | | | | | | | | |
|----------------------------|------------|--|---|-------|---|---------|------------------------|---|---------------------------------------|
| Stock | | | | | | | | | |
| Class A Common Stock | 05/11/2016 | | S | 2,000 | D | \$ 12.6 | 679,725 | D | |
| Class A Common Stock | | | | | | | 178,500 | I | By Grantor Trust ⁽¹⁾ |
| Class A Common Stock | | | | | | | 115,439 | I | By Spouse <u>(2)</u> |
| Class B Common Stock | | | | | | | 885,999 ⁽³⁾ | D | |
| Class B Common Stock | | | | | | | 16,857 ⁽³⁾ | I | By Spouse <u>(2)</u> |

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

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 control number.

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(9-02)

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. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares | |
|---|--|---|---|---|--|--|---|--|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Incentive Stock Option | \$ 1.63 | 05/11/2016 | | M | 15,750 | <u>(4)</u> | 06/25/2016 | Class A Common Stock | 15,750 |
| Incentive Stock Option | \$ 2.33 | 05/11/2016 | | M | 7,500 | <u>(4)</u> | 09/30/2017 | Class A Common Stock | 7,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BARRETT WILLIAM J P O BOX 6199 FAIR HAVEN, NJ 07704 | X | X | Exec V P and Secretary | |

Signatures

/s/ Julia A. Gardner, Attorney-in-Fact for William J. Barrett

05/12/2016

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Reporting person disclaims beneficial ownership of shares owned by grantor trust except to the extent of the pecuniary interest owned by the reporting person and his spouse. Reporting person is the trustee of the grantor trust.
- (2) Reporting Person disclaims beneficial ownership of shares owned by spouse.
- (3) Class B Common Stock is freely convertible on a one-for-one basis into an equal number of shares of Class A Common Stock.
- (4) All options currently exercisable.
- (5) Not applicable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.