

WINNEBAGO INDUSTRIES INC

Form 8-K

March 18, 2010

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported) March 18, 2010

Winnebago Industries, Inc.  
(Exact Name of Registrant as Specified in its Charter)

|   |                                       |  |
|---|---------------------------------------|--|
| Iowa<br>(State or Other Jurisdiction<br>of Incorporation) | 001-06403<br>(Commission File Number) | 42-0802678<br>(IRS Employer<br>Identification No.) |
|---|---------------------------------------|--|

|   |                     |
|---|---------------------|
| P.O. Box 152, Forest City, Iowa<br>(Address of Principal Executive Offices) | 50436<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code 641-585-3535

---

(Former Name or Former Address, if Changed Since Last Report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition.

Item 7.01 Regulation FD Disclosure

Winnebago Industries, Inc. is filing herewith a press release issued on March 18, 2010, as Exhibit 99.1 which is included herein. The press release was issued to report earnings for the second quarter fiscal 2010 ended February 27, 2010 and to announce that, on March 18 2010, it had filed a shelf registration statement on Form S-3 with the Securities and Exchange Commission.

Item 9.01 Financial Statements and Exhibits.

| (d)            | Exhibits  |
|----------------|---|
| Exhibit Number | Description   |
| 99.1           | Press release of Winnebago Industries, Inc. dated March 18, 2010. |

#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 18, 2010

WINNEBAGO INDUSTRIES, INC.

By: /s/ Robert J. Olson  
Name: Robert J. Olson  
Title: Chairman of the Board, Chief Executive Officer and President

#### EXHIBIT INDEX

| Exhibit Number | Description   |
|----------------|---|
| 99.1           | Press release of Winnebago Industries, Inc. dated March 18, 2010. |