

SUPREME INDUSTRIES INC
Form 4/A
September 21, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 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)

3. Date of Earliest Transaction
(Month/Day/Year)
09/15/2016

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

P O BOX 6199

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
09/19/2016

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

FAIR HAVEN, NJ 07704

(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. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Class A Common Stock | 09/15/2016 | | M | | 12,000 | A | \$ 2.33 |
| | | | | | 525,340 | (1) | D |
| Class A Common Stock | 09/15/2016 | | F | | 1,486 | D | \$ 18.84 |
| | | | | | 523,854 | (1) | D |
| Class A Common Stock | 09/15/2016 | | S | | 25,000 | D | \$ 18.436 |
| | | | | | 133,500 | (1) | I |
| | | | | | 85,439 | (2) | I |
| Class A Common | | | | | | | By Grantor Trust (3) |
| | | | | | | | By Spouse (4) |

Stock

Class B
Common
Stock

885,999 ⁽⁵⁾ D

Class B
Common
Stock

16,857 ⁽⁵⁾ I By
Spouse ⁽⁴⁾

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

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SEC 1474
(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 | Amount or Number of Shares |
| Incentive Stock Option | \$ 2.33 | 09/15/2016 | | M | 12,000 | ⁽⁶⁾ 09/30/2017 | Class A Common Stock | 12,000 | |

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

09/21/2016

 **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) Amendments required due to shares being sold by Grantor Trust.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$18.41 to \$18.46, inclusive. The reporting person undertakes to provide Supreme Industries, Inc., any security holder of Supreme, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote

(3) 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.

(4) Reporting person disclaims beneficial ownership of shares owned by spouse.

(5) Class B Common Stock is freely convertible on a one-for-one basis into an equal number of shares of Class A Common Stock.

(6) All options are currently exercisable.

(7) 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.

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