

Swenson Scott A.  
Form 4  
July 23, 2010

**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 \*  
Swenson Scott A.

2. Issuer Name and Ticker or Trading Symbol  
POLARIS INDUSTRIES INC/MN [PII]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
2100 HIGHWAY 55  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
07/22/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP Snowmobiles & PG&A

MEDINA, MN 55340  
(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 (A) or (D) Price			
Common Stock	07/22/2010		M	2,252 A \$ 26.675	13,436	D	
Common Stock	07/22/2010		M	6,600 A \$ 43.015	20,036	D	
Common Stock	07/22/2010		S	805 D \$ 61.21	19,231	D	
Common Stock	07/22/2010		S	200 D \$ 61.2	19,031	D	
Common Stock	07/22/2010		S	300 D \$ 61.19	18,731	D	

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Common Stock	07/22/2010	S	100	D	\$ 61.16	18,631	D
Common Stock	07/22/2010	S	700	D	\$ 61.14	17,931	D
Common Stock	07/22/2010	S	100	D	\$ 61.13	17,831	D
Common Stock	07/22/2010	S	200	D	\$ 61.12	17,631	D
Common Stock	07/22/2010	S	600	D	\$ 61.11	17,031	D
Common Stock	07/22/2010	S	300	D	\$ 61.1	16,731	D
Common Stock	07/22/2010	S	200	D	\$ 61.09	16,531	D
Common Stock	07/22/2010	S	600	D	\$ 61.08	15,931	D
Common Stock	07/22/2010	S	500	D	\$ 61.07	15,431	D
Common Stock	07/22/2010	S	600	D	\$ 61.06	14,831	D
Common Stock	07/22/2010	S	300	D	\$ 61.05	14,531	D
Common Stock	07/22/2010	S	800	D	\$ 61.04	13,731	D
Common Stock	07/22/2010	S	200	D	\$ 61.03	13,531	D
Common Stock	07/22/2010	S	200	D	\$ 61.02	13,331	D
Common Stock	07/22/2010	S	2,147	D	\$ 61	11,184	D

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security			(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V				
Employee Stock Options (Right to Buy)	\$ 26.675	07/22/2010	M		2,252	05/12/2006 05/12/2013	Common Stock	2,252
Employee Stock Options (Right to Buy)	\$ 43.015	07/22/2010	M		6,600	11/03/2006 11/03/2013	Common Stock	6,600

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Swenson Scott A. 2100 HIGHWAY 55 MEDINA, MN 55340			VP Snowmobiles & PG&A	

## Signatures

Peggy James,  
Attorney-in-Fact

07/23/2010

\*\*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).

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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