## Edgar Filing: WINNEBAGO INDUSTRIES INC - Form 144

## WINNEBAGO INDUSTRIES INC

Form 144

April 30, 2008

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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SEC USE ONLY

**FORM 144** 

# NOTICE OF PROPOSED SALE OF SECURITIES

PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

**ATTENTION:** Transmit for filing 3 copies of this form concurrently with either placing an order with a broker CUSIP NUMBER to execute sale or executing a sale directly with a market maker.

1 (a) NAME OF ISSUER (Please type or print)

(b) IRS IDENT. NO. (c) S.E.C. FILE NO.

WORK LOCATION

Winnebago Industries, Inc. 1 (*d*) ADDRESS OF ISSUER

42-0802678 STREET CITY I-6403 STATE Z

ZIP CODE (e) TELEPHONE NO.

AREA CODE NUMBER

605 W. Crystal Lake Road, P.O. Box 152, Forest City, IA 50436 2 NAME OF PERSON FOR WHOSE (b) IRS IDENT.(c) RELATIONSHIP TO (d) ADDRESS STREET CITY 641 585-3535 STATE ZIP CODE

ACCOUNT THE SECURITIES ARE NO. ISSUER

TO BE SOLD

Officer & Director

3368 Sage Drive, Forest City, IA 50436

Bruce D. Hertzke Chrmn Board & CEO

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a)	<i>(b)</i>	SEC USE ONLY	(c)	(d)	(e)	<i>(f)</i>	(g)
Title of th	e		Number of Shares	Aggregate	Number of Shares	Approximate	Name of Each
Class of	Name and Address of Each Broker Through Whom the	Broker-Dealer	or Other Units	Market	or Other Units	Date of Sale	Securities
Securities	Securities are to be Offered or Each Market Maker who is Acquiring the Securities	File Number	To Be Sold	Value	Outstanding	(See instr. $3(f)$ )	Exchange
To Be Solo	1 0		(See instr. 3(c))	(See instr. 3(d))	(See instr. 3(e))	(MO. DAY YR.)	(See instr. 3(g))
Common Stock,	E*Trade Securities LLC		20,000	\$301,800.00	29,057,828	4/30/2008	New York Chicago
\$.50 par value	4005 Windward Plaza Drive						Boston
	Alpharetta, GA 30005						Philadelphia

### **INSTRUCTIONS:**

- 1. (a) Name of issuer (b) Issuer s I.R.S.
- 3. (a) Title of the class of securities to be sold
- (b) Issuer s I.R.S.

  Identification Number
- (b) Name and address of each broker through whom the securities are intended to be sold
- (c) Issuer s S.E.C. file number, if any
- (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
- (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice

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- Issuer s address, including zip code
- (e) Issuer s telephone number, including area code
- 2. (a) Name of person for whose account the securities are to be sold
  - (b) Such person s I.R.S. identification number, if such person is an entity
  - (c) Such person s relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)

  - (d) Such person s address, including zip code

- (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
- (f) Approximate date on which the securities are to be sold
- (g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.

SEC 1147 (01-07)

#### TABLE I SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold

and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of			Name of Person from Whom Acquired	Amount of		
	Date you		•	Securities	Date of	Nature of
the Class	Acquired	Nature of Acquisition Transaction	(If gift, also give date donor acquired)	Acquired	Payment	Payment
Common	4/30/08	Exercise of Stock Option	Winnebago Industries, Inc.	20,000	4/30/08	Cash
Stock, \$.50						
par value						

INSTRUCTIONS: If the securities were purchased and full payment therefor was not

made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the

last installment paid.

#### **TABLE II** SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller Title of Securities Sold Gross Proceeds Date of Amount of

Sale

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Securities

Sold

Bruce D. Hertzke Common Stock 1/29/08 20,000 \$420,000.00

Winnebago Industries, Inc. P.O. Box 152

Forest City, IA 50436

**REMARKS:** 

1/30/08 10,750 \$225,750.00

### **INSTRUCTIONS:**

See the definition of person in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

### ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed.

/s/ Raymond M. Beebe, Secretary, Winnebago Industries, Inc. under Power of Attorney (SIGNATURE)

4/30/2008 DATE OF NOTICE

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.

Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001) SEC 1147 (01-07)