

Ritchey Jimmy
Form 4
May 22, 2012

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 *
Ritchey Jimmy

2. Issuer Name and Ticker or Trading Symbol
PATRICK INDUSTRIES INC
[PATK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
107 W. FRANKLIN ST
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/21/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP Sales - South & West

ELKHART, IN 46515
(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	05/21/2012		M		7,875 A \$ 0.75	67,468	D
Common Stock	05/21/2012		S		7,875 D \$ 11.7214 (3)	59,593	D
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Common Stock	05/21/2012		S		7,875 D \$ 11.7214 (3)	59,593	D

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

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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)	Amount or Number of Shares
Common Stock Options	\$ 0.75	05/21/2012		M	7,875	<u>(1)</u> 05/21/2019 <u>(1)</u>	Common Stock	7,875
Common Stock Options	\$ 1.75	05/21/2012		M	7,875	<u>(2)</u> 05/21/2019 <u>(2)</u>	Common Stock	7,875

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ritchey Jimmy 107 W. FRANKLIN ST ELKHART, IN 46515			VP Sales - South & West	

Signatures

James S. Ritchey by Andy L. Nemeth,
attorney-in-fact

05/22/2012

**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) Common stock options granted on May 21, 2009 of which 10% of the option awards were immediately vested on the grant date. The remaining options vest in increments of 25%, 35%, and 30% upon the first, second and third anniversaries, respectively, of the grant date, with full vesting at the end of three years, and expire after ten years. Of the 26,250 total stock options originally granted at an exercise price of \$0.75 per share, 18,375 options were previously exercised. The remaining 7,875 options vested and were exercised on May 21,

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2012.

- Common stock options granted on May 21, 2009 of which 10% of the option awards were immediately vested on the grant date. The remaining options vest in increments of 25%, 35%, and 30% upon the first, second and third anniversaries, respectively, of the grant date,
- (2) with full vesting at the end of three years, and expire after ten years. Of the 26,250 total stock options originally granted at an exercise price of \$1.75 per share, 18,375 options were previously exercised. The remaining 7,875 options vested and were exercised on May 21, 2012.

- The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$11.65 to \$11.86, inclusive. The reporting person undertakes to provide to Patrick Industries, Inc., any security holder of Patrick Industries, Inc., or the Staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the price range set forth in this footnote.
- (3)

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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