

SUPREME INDUSTRIES INC
 Form 4
 April 24, 2014

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)
P O BOX 6199
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/22/2014

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

FAIR HAVEN, NJ 07704
 (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		
Class A Common Stock	04/22/2014		M		33,566 A \$ 6.0562	616,500 (2)	D
Class A Common Stock						178,500 (2)	I By Grantor Trust (3)
Class A Common Stock						115,439 (2)	I By Spouse (1)
Class B Common						885,999 (2)	D

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Stock

Class B
Common
Stock

16,857 ⁽²⁾ I

By
Spouse ⁽¹⁾

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

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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
Incentive Stock Option (Reload)	\$ 6.0562 ⁽²⁾	04/22/2014		M	33,566	⁽⁴⁾ 04/25/2014	Class A Common	33,566 ⁽²⁾
Incentive Stock Option (Reload)	\$ 5.09 ⁽²⁾					⁽⁴⁾ 05/07/2015	Class A Common	35,323 ⁽²⁾
Incentive Stock Option	\$ 1.63 ⁽²⁾					⁽⁴⁾ 06/25/2016	Class A Common Stock	15,750 ⁽²⁾
Incentive Stock Option	\$ 2.33 ⁽²⁾					⁽⁴⁾ 09/30/2017	Class A Common Stock	31,500 ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARRETT WILLIAM J P O BOX 6199	X	X	Exec V P and Secretary	

FAIR HAVEN, NJ 07704

Signatures

/s/ William J.

Barrett

04/24/2014

__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) Reporting Person disclaims beneficial ownership of shares owned by spouse.
- (2) Adjusted for five percent stock dividend paid to all stockholders of record on June 3, 2013.
- (3) Reporting person disclaims beneficial ownership of shares owned by grantor trust except to the extent of his and his spouse pecuniary interest therein. Reporting person is the trustee of the grantor trust.
- (4) Currently exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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 number.