

SCHOLTEN ROGER K
 Form 4
 January 07, 2019

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 *
 SCHOLTEN ROGER K

2. Issuer Name and Ticker or Trading Symbol
 Skyline Champion Corp [SKY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 01/03/2019

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 SVP, General Counsel & Sec'y

C/O SKYLINE CHAMPION CORPORATION, 2520 BY-PASS ROAD

(Street)

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

ELKHART, IN 46515

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 01/03/2019 | | A | (1) 11,250 | \$ 0 188,657 | D | |
| Common Stock | 01/03/2019 | | A | (2) 13,125 | \$ 0 201,782 | D | |

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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 15 | 01/03/2019 | | A | 13,125 | ⁽³⁾ 01/03/2029 | Common Stock | 13,125 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHOLTEN ROGER K C/O SKYLINE CHAMPION CORPORATION 2520 BY-PASS ROAD ELKHART, IN 46515 | | | SVP, General Counsel & Sec'y | |

Signatures

/s/ Roger K. Scholten
01/07/2019
Date

**Signature of Reporting Person

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) Represents restricted stock units ("RSUs") granted to the Reporting Person under the Issuer's 2018 Equity Incentive Plan . Each RSU represents the contingent right to receive one share of Common Stock. Subject to the terms of the award agreement evidencing the grant of the RSUs, one-third of the RSUs vests on each of the first three anniversaries of July 1, 2018, provided that the Reporting Person remains in continuous service with the Issuer through each vesting date.
- (2) Represents performance-based restricted stock units ("PRSU") granted to the Reporting Person under the Issuer's 2018 Equity Incentive Plan. Each PRSU represents the contingent right to receive one share of Common Stock. Subject to the terms of the award agreement evidencing the grant of the PRSUs, vesting of a percentage of the PRSUs (including up to 150%) is dependent on the Issuer's total shareholder return from July 1, 2018 through July 1, 2021 relative to the total shareholder return of certain other companies over that same time period, provided that the Reporting Person remains in continuous service with the Issuer through each vesting date.
- (3) The stock option will vest as to one-third of the shares subject to the stock option on each of July 1, 2019, July 1, 2020 and July 1, 2021, provided that the Reporting Person remains in continuous service with the Issuer through each vesting date.

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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