

CAVCO INDUSTRIES INC  
Form 4  
November 03, 2015

**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 \*  
Lott Charles E

2. Issuer Name and Ticker or Trading Symbol  
CAVCO INDUSTRIES INC  
[CVCO]

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

(Last) (First) (Middle)  
  
1001 N. CENTRAL AVENUE, SUITE 800  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/02/2015

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President, Fleetwood Homes

PHOENIX, AZ 85004

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |                                   |
| Common Stock                    | 11/02/2015                           |  | M                              | 8,000 A \$ 45   | 8,000   | D  |                                   |
| Common Stock                    | 11/02/2015                           |  | M                              | 2,000 A \$ 52.96  | 10,000  | D  |                                   |
| Common Stock                    | 11/02/2015                           |  | F(1)                           | 6,484 D \$ 98.6   | 3,516   | 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**

SEC 1474 (9-02)

displays a currently valid OMB control number.

**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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (Right to Buy)  | \$ 45  | 11/02/2015                           |  | M                              | 8,000   | <sup>(2)</sup> 06/30/2018                                | Common Stock  | 8,000                      |
| Non-Qualified Stock Option (Right to Buy)  | \$ 52.96   | 11/02/2015                           |  | M                              | 2,000   | <sup>(3)</sup> 07/11/2020                                | Common Stock  | 2,000                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| Lott Charles E<br>1001 N. CENTRAL AVENUE<br>SUITE 800<br>PHOENIX, AZ 85004 |               |           | President, Fleetwood Homes |       |

## Signatures

/s/ James P. Glew, attorney-in-fact for Charles E. Lott  
11/03/2015

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).

Represents a "net exercise" of outstanding stock options. Mr. Lott received 3,516 shares of common stock on a net exercise of option to purchase 10,000 shares of common stock. Mr. Lott forfeited 6,484 shares of common stock underlying the option in payment of the exercise price and required tax withholding using the closing stock price on October 30, 2015 of \$98.60.

(2) This option vested 25% on each of the following dates: June 30, 2012; June 30, 2013; June 30, 2014; and June 30, 2015.

(3)

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Mr. Lott exercised the portion of the option that vested 25% on July 11, 2014 and 25% on July 11, 2015. The 2,000 remaining shares will vest 25% on July 11, 2016 and 25% on July 11, 2017.

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.