

Cleveland Todd M
Form 4
December 04, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Cleveland Todd M

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)

3. Date of Earliest Transaction (Month/Day/Year)
11/30/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO

107 W. FRANKLIN ST

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/30/2017 | | M ⁽¹⁾ | | 12,500 | A | \$ 18.45 |
| Common Stock | 11/30/2017 | | M ⁽¹⁾ | | 12,500 | A | \$ 22.13 |
| Common Stock | 11/30/2017 | | M ⁽¹⁾ | | 12,500 | A | \$ 26.56 |
| Common Stock | 11/30/2017 | | M ⁽¹⁾ | | 12,500 | A | \$ 31.87 |
| Common Stock | 11/30/2017 | | D ⁽¹⁾ | | 12,230 | D | \$ 101.2 |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|---|--------------------------------------------|
| Common Stock | 11/30/2017 | F | 17,127 | D | \$ 101.2 | 361,470 | D | |
| Common Stock | | | | | | 15,000 | I | Held by family members living in household |

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

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SEC 1474
(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) | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Appreciation Rights ⁽²⁾ | \$ 18.45 | 11/30/2017 | | M | 12,500 | ⁽³⁾ 12/18/2022 | Common Stock | 12,500 | |
| Stock Appreciation Rights ⁽²⁾ | \$ 22.13 | 11/30/2017 | | M | 12,500 | ⁽³⁾ 12/18/2022 | Common Stock | 12,500 | |
| Stock Appreciation Rights ⁽²⁾ | \$ 26.56 | 11/30/2017 | | M | 12,500 | ⁽³⁾ 12/18/2022 | Common Stock | 12,500 | |
| Stock Appreciation Rights ⁽²⁾ | \$ 31.87 | 11/30/2017 | | M | 12,500 | ⁽³⁾ 12/18/2022 | Common Stock | 12,500 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Cleveland Todd M | X | | CEO | |

107 W. FRANKLIN ST
ELKHART, IN 46515

Signatures

/s/ Todd M. Cleveland by Joshua A. Boone,
Attorney-in-fact

12/04/2017

**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) Reflects exercise of the stock appreciation rights reported on Table II of this Form 4.
- (2) Reflects stock appreciation rights that were granted on December 18, 2013.
- (3) The stock appreciation rights exercised on November 30, 2017 became exercisable on December 18, 2016.

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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