

BARRETT WILLIAM J
Form 5
February 05, 2013

FORM 5

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

OMB APPROVAL
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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/29/2012

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

P O BOX 6199

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

FAIR HAVEN, NJ 07704

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Amount Price			
Class A Common Stock	12/24/2012	^	J ⁽⁴⁾	170,000 D \$ ⁽³⁾	555,176	D	^
Class A Common Stock	^	^	^	^ ^ ^	170,000	I	By Grantor Trust ⁽⁴⁾
Class A Common Stock	^	^	^	^ ^ ^	109,942	I	By Spouse ⁽¹⁾

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Class B Common Stock	Â	Â	Â	Â	Â	Â	843,808	D	Â
Class B Common Stock	Â	Â	Â	Â	Â	Â	16,054	I	<u>By Spouse (1)</u>

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	
					(A) (D)	Date Exercisable	Expiration Date	Title	
Incentive Stock Option	\$ 7.17	Â	Â	Â	Â Â	Â (2)	05/03/2013	Class A Common Stock	32,436
Incentive Stock Option (reload)	\$ 6.36	Â	Â	Â	Â Â	Â (2)	04/29/2014	Class A Common Stock	31,968
Incentive Stock Option (reload)	\$ 5.34	Â	Â	Â	Â Â	Â (2)	05/07/2015	Class A Common Stock	33,641
Incentive Stock Option	\$ 1.71	Â	Â	Â	Â Â	Â (2)	06/25/2016	Class A Common Stock	15,000
Incentive Stock Option	\$ 2.45	Â	Â	Â	Â Â	Â (2)	09/30/2017	Class A Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARRETT WILLIAM J P O BOX 6199 FAIR HAVEN, NJ 07704	X	X	Exec V P and Secretary	

Signatures

William J. Barrett 02/05/2013

**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 wife.
- (2) Currently exercisable.
- (3) Not applicable.

(4) On December 24, 2012, reporting person contributed 170,000 shares of STS Class A Common Stock which is owned by a grantor trust of which the reporting person is the trustee and of which the reporting person and spouse are beneficiaries. The reporting person continues to report beneficial ownership of all STS Class A Common Stock held by the grantor trust, but disclaims beneficial ownership except to the extent of his and his spouse's pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.