

Greenblatt David A.
Form 4
September 20, 2017

FORM 4

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

OMB APPROVAL

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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 *
Greenblatt David A.

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)
09/19/2017

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

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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 09/19/2017 | | M | | 3,000 | A | \$ 37.9 |
| Common Stock | 09/19/2017 | | F ⁽¹⁾ | | 806 | D | \$ 141 |
| Common Stock | 09/20/2017 | | M | | 3,000 | A | \$ 33.03 |
| Common Stock | 09/20/2017 | | S | | 3,000 | D | \$ 136.6811 |
| | | | | | | | <u>(2)</u> |

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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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Employee Director Stock Option (Right to Buy) | \$ 37.9 | 09/19/2017 | | M | 3,000 | ⁽³⁾ 10/21/2018 | Common Stock | 3,000 |
| Non-Employee Director Stock Option (Right to Buy) | \$ 33.03 | 09/20/2017 | | M | 3,000 | ⁽⁴⁾ 10/21/2017 | Common Stock | 3,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Greenblatt David A. 1001 N. CENTRAL AVENUE SUITE 800 PHOENIX, AZ 85004 | X | | | |

Signatures

/s/ James P. Glew attorney-in-fact for David A. Greenblatt

09/20/2017

__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).

Represents a "net exercise" of outstanding stock options. Mr. Greenblatt received 2,194 shares of common stock on a net exercise of

- (1) option to purchase 3,000 shares of common stock. Mr. Greenblatt forfeited 806 shares of common stock underlying the option in payment of the exercise price, using the closing stock price on September 18, 2017 of \$141.00.
- (2) The Price in Column 4 is a weighted average price.
- (3) The option vested in two equal installments beginning on October 21, 2011.
- (4) The option vested in two equal installments beginning on October 21, 2010.

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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