

SUPREME INDUSTRIES INC
 Form 8-K
 February 13, 2006

 												
 	 	 	 	 	 	 	 	 	 	 	 	
 	 	 	 	 	 	 	 	 	 	 	 	
 												

SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

FORM 8-K

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(d) OF THE
 SECURITIES EXCHANGE ACT OF 1934**

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED):

February 7, 2006

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

SUPREME INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

 	 	 	 	 	 	 	 	 	 	 	 	
 	 	 	 	 	 	 	 	 	 	 	 	

Delaware	1-8183	75-1670945
(State of incorporation)	(Commission File No.)	(IRS Employer Identification No.)

 	 	 	 	 	 	 	 	 	 	 	 	
 	 	 	 	 	 	 	 	 	 	 	 	
 	 	 	 	 	 	 	 	 	 	 	 	

P.O. Box 237

2581 E. Kercher Road

Goshen, Indiana 46528

(Address of principal executive offices) (Zip Code)

 	 	 	 	 	 	 	 	 	 	 	 	
 	 	 	 	 	 	 	 	 	 	 	 	

Registrant's telephone number, including area code: - (574) 642-3070

 	 	 	 	 	 	 	 	 	 	 	 	
 	 	 	 	 	 	 	 	 	 	 	 	

 	 	 	 	 	 	 	 	 	 	 	 	
 	 	 	 	 	 	 	 	 	 	 	 	

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant of the following provisions (*see* General Instruction A.2. below):

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

Section 5 - Corporate Governance and Management

Item 5.02 Departure of Directors or Principal officers; Election of Directors; Appointment of Principal Officers. Other

 	(c)	Appointment of New Principal Officer -	 	
--------	-----	---	--------	--------

(1) **Appointment.** On February 7, 2006, Supreme Industries, Inc. (the "Company") issued a press release announcing the appointment of Robert W. Wilson as its President and Chief Operating Officer. This press release is attached hereto as **Exhibit 99.2**. Appointment of Robert W. Wilson as President and Chief Operating Officer.

(2) Background Information:

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

(i) **Identification** Mr. Wilson, age 61, was named Executive Vice President, Treasurer, and Chief Financial Officer of the Company in December of 1992. Mr. Wilson has served as a Director of the Company since November of 1990. The former President of the Company, Herbert M. Gardner, will retain his title as Chairman of the Board of the Company.

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

(ii) **Family Relationships** There is no family relationship between Mr. Wilson and any other Director or Executive Officer of the Company.

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

(iii) **Business Experience** The Press Release attached hereto as **Exhibit 99.2** also announced the appointment of Mr. Wilson as Executive Officer of the Company's primary (and wholly-owned) operating subsidiary, Supreme Corporation. Mr. Wilson served as President of Finance, Treasurer, and Assistant Secretary of Supreme Corporation from February of 1988 until April of 2005. In 2000, Mr. Wilson was appointed as a co-holder (along with two other Executive Officers) of the Office of President of Supreme Corporation. In May of 2005, Mr. Wilson was appointed to be the President and Chief Operating Officer of Supreme Corporation. Mr. Wilson is a member of the Board of Directors of Supreme Corporation since November of 1990.

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

(iv) **Related Transactions** Other than compensation paid in the ordinary course of business, Mr. Wilson has no material transactions with the Company or any of its subsidiaries.

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

(3) **Employment Contract.** The Company has entered into a three-year Employment Contract with Mr. Wilson dated to be effective January 1, 2005, as amended to be effective January 1, 2006, providing for a minimum base salary of \$200,000 (subject to increase by the Board of Directors) plus a bonus (subject to approval by the Board of Directors) based upon the Company's pre-tax operating performance for each year.

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

Section 9 - Financial Statements and Exhibits													
 													
Item 9.01 Financial Statements and Exhibits.										 	 	 	
 													
 	(d) Exhibits				 	 	 			 	 	 	
 	 	 	 	 	 	 	 	 	 	 	 	 	
 	 	The following exhibits are furnished with this Form 8-K.								 	 		
 	 	 	 	 	 	 	 	 	 	 	 	 	
 	 	<u>Exhibit No.</u>			<u>Description</u>								
 	 	99.2		 	Press release dated February 7, 2006, announcing the								
 	 	 	 	 	election of Robert W. Wilson to the position of								
 	 	 	 	 	President and Chief Operating Officer and to Chief								
 	 	 	 	 	Executive Officer of its Subsidiary Supreme								
 	 	 	 	 	Corporation.								
 	 	 											
 	 	 					 	 	 	 	 	 	
 	 	 					 	 	 	 	 	 	
SIGNATURES													
 	 	 	 	 	 	 	 	 	 	 	 	 	
Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on the undersigned hereunto duly authorized.													
 													
 	 	 	 	 	 	 	SUPREME INDUSTRIES, INC.						
 	 	 	 	 	 	 	 	 	 	 	 	 	
 				 	 	 	 	 				 	
Dated: <u>February 13, 2006</u>				 	 	<u>BY: /s/ Jeffery D. Mowery</u>							

 	 	 	 	 	 	 	Jeffery D. Mowery					
 	 	 	 	 	 	 	Vice President of Finance and Chief Financial Officer					
 	 	 	 	 	 	 	 	 	 	 	 	
 	 	 	 	 	 	 	 					
 	 	 	 	 	 	 	 	 	 	 	 	

EXHIBIT INDEX

 	 	 	 	 	 	 	 	 	 	 	 	
99.2	 	Press release dated February 7, 2006, announcing the election of Robert W. Wilson to the position of President and Chief Operating Officer and to Chief Executive Officer of its Subsidiary Supreme Corporation. The full text of this release is set forth in Exhibit 99.2 hereto.										
 	 	 	 	 	 	 	 	 	 	 	 	
 	 	 										

Exhibit 99.2

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

SUPREME INDUSTRIES, INC.

 	 	 	 	 	 	 	 	 	 	 	 	
--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------	--------

For Immediate Release

 	 	 	 	 	 	 	 	 	 	 	 	 	
Contact:		Robert W. Wilson								 	 	 	
 	 	President and Chief Operating Officer								 	 	 	
 	 	(574) 642-4888								 	 	 	
 	 	 	 	 	 	 	 	 	 	 	 	 	

Supreme Industries Announces the Election of Robert W. Wilson

To the Position of President and Chief Operating Officer

And to Chief Executive Officer of its Subsidiary Supreme Corporation

GOSHEN, Ind., February 7, 2006 Supreme Industries, Inc. (AMEX:STS), a leading manufacturer of specialized trucks, today announced that its board of directors has elected Robert W. Wilson to the position of president and chief operating officer of the Company and to chief executive officer of its subsidiary Supreme Corporation.

Herbert M. Gardner, chairman of Supreme Industries, commented, "Bob joined Supreme Corporation in 1988 as controller, and rose to executive vice president and chief financial officer and then president and chief operating officer, after having been a member of the executive office of the president. Bob's contributions to the Company, especially in the past several years, have been invaluable," Gardner said. "This election is in recognition of his leadership and our significantly improved performance."

Supreme Industries, Inc. is a nationwide manufacturer of specialized truck bodies that are produced to the specifications of its customers. Supreme also manufactures the StarTrans® line of special-purpose "shuttle-type" buses and armored vehicles. The Company's equipment products are used by a wide variety of industrial and commercial customers.

- more -

Supreme Industries, Inc.

Page 2

This report contains forward-looking statements, other than historical facts, which reflect the view of the Company's management as of the date of this report. When used in this report, words such as "believe," "expect," "anticipate," "estimate," "intend," and "will" are intended to identify such forward-looking statements.

expressions, as they relate to the Company or its plans or operations, identify forward-looking statements. Such forward-looking statements are based on assumptions made by and information currently available to the Company's management. Although management believes that the expectation reflected in such forward-looking statements are reasonable, it can give no assurance that such expectations will be realized and it can give no assurance that such expectations will prove to have been correct. Important factors that could cause actual results to differ materially from such expectations include, without limitation, limitations on the availability of chassis on which the Company's operations are dependent, availability of raw materials, raw material cost increases, and severe interest rate increases. Furthermore, the Company provides no assurance that such raw material cost increases can be passed on to its customers through implementation of price increases on the Company's products. The forward-looking statements contained herein reflect the current views of the Company's management with respect to future events and are subject to those factors and other risks, uncertainties and assumptions relating to the Company's operations, cash flows and financial position of the Company. The Company assumes no obligation to update the forward-looking statements or to update the reasons actual results could differ from those contemplated by such forward-looking statements.

