

DREW INDUSTRIES INC  
Form 4  
April 02, 2013

**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 \*  
GERO JAMES

(Last) (First) (Middle)

C/O DREW INDUSTRIES  
INCORPORATED, 200  
MAMARONECK AVENUE

(Street)

WHITE PLAINS, NY 10601

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
DREW INDUSTRIES INC [DW]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/31/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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)		
				(A) or (D)	Code	V	Amount	(D)	Price

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction of	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8.
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	\$ 0	03/31/2013	A		512.6		01/15/2014	01/15/2014	Common Stock	512.6
Deferred Stock Units	\$ 0	03/31/2013	A		53.5		01/15/2014	01/15/2014	Common Stock	53.5
Deferred Stock Units	\$ 0	03/31/2013	A		51.66		01/15/2014	01/15/2014	Common Stock	51.66
Deferred Stock Units	\$ 0	03/31/2013	A		46.96		01/15/2014	01/15/2014	Common Stock	46.96
Deferred Stock Units	\$ 0	03/31/2013	A		46.15		01/15/2014	01/15/2014	Common Stock	46.15
Deferred Stock Units	\$ 0	03/31/2013	A		77.49		01/15/2014	01/15/2014	Common Stock	77.49
Deferred Stock Units	\$ 0	03/31/2013	A		46.5		01/15/2014	01/15/2014	Common Stock	46.5
Deferred Stock Units	\$ 0	03/31/2013	A		77.93		01/15/2014	01/15/2014	Common Stock	77.93
Deferred Stock Units	\$ 0	03/31/2013	A		79.07		01/15/2014	01/15/2014	Common Stock	79.07

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GERO JAMES C/O DREW INDUSTRIES INCORPORATED	X			

200 MAMARONECK AVENUE  
WHITE PLAINS, NY 10601

## Signatures

/s/ Joseph S. Giordano III on behalf of James F.  
Gero

04/02/2013

\_\_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).

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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