DREW INDUSTRIES Inc

Form 4

November 24, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number: January 31,

Expires:

2005 Estimated average

10% Owner

Other (specify

0.5

burden hours per response...

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations

may continue.

See Instruction

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(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Mereness Scott T

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

DREW INDUSTRIES Inc [DW]

3. Date of Earliest Transaction

(Month/Day/Year) 11/20/2015

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

C/O DREW INDUSTRIES **INCORPORATED, 3501 COUNTY**

(Street)

(State)

(First)

ROAD 6 EAST

4. If Amendment, Date Original

Filed(Month/Day/Year)

President

6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

X_ Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

below)

ELKHART, IN 46514

(City)

(City)	(State)	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. Securi on(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	11/20/2015		M	2,857 (1)	A	\$ 0 (2)	120,592	D	
Common Stock	11/20/2015		F	1,350	D	\$ 58.68	119,242	D	
Common Stock	11/23/2015		S	300	D	\$ 60 (3)	118,942	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

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displays a currently valid OMB control number.

6. Date Exercisable and

7. Title and Amount o

5. Number of

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transacti Code (Instr. 8)	onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock	\$ 0 (2)	11/20/2015		M		2,856.93	11/20/2015	11/20/2015	Common Stock	2,857

Reporting Owners

Reporting Owner Name / Address Relationships

3. Transaction Date 3A. Deemed

Director 10% Owner Officer Other

Mereness Scott T

C/O DREW INDUSTRIES INCORPORATED 3501 COUNTY ROAD 6 EAST

President

ELKHART, IN 46514

Signatures

1. Title of

Units

/s/ Robert A. Kuhns on behalf of Scott T. Mereness

11/24/2015

**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).
- Includes 92 shares received as a result of a special cash dividend of \$2.00 per share paid to holders of registrant's common stock on April 10, 2015. In accordance with the registrant's Equity Award and Incentive Plan, holders of deferred stock units received additional
- (1) 10, 2015. In accordance with the registrant's Equity Award and Incentive Plan, holders of deferred stock units received additional deferred stock units equivalent to \$2.00 per deferred stock unit held on April 10, 2015.
- (2) Each Deferred Stock Unit represents a contingent right to receive one share of DW Common Stock.
- (3) This transaction was executed at one price of \$60.00.
- Includes 2,042 shares received as a result of a special cash dividend of \$2.00 per share paid to holders of registrant's common stock on (4) April 10, 2015. In accordance with the registrant's Equity Award and Incentive Plan, holders of deferred stock units received additional deferred stock units equivalent to \$2.00 per deferred stock unit held on April 10, 2015.

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

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