

DREW INDUSTRIES Inc  
Form 4  
February 12, 2016

# 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 \*  
Schnur Jamie

(Last) (First) (Middle)

C/O DREW INDUSTRIES  
INCORPORATED, 3501 COUNTY  
ROAD 6 EAST

(Street)

ELKHART, IN 46514

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/10/2016

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)  
Chief Administrative Officer

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)
			Code	V	Amount or Price		
Common Stock	02/10/2016		M		2,605 <u>(1)</u>	A	\$ 0 2,605 D
Common Stock	02/10/2016		F		836	D	\$ 55.22 1,769 D
Common Stock	02/10/2016		M		827 <u>(2)</u>	A	\$ 0 2,596 D
Common Stock	02/10/2016		F		265	D	\$ 55.22 2,331 D
Common Stock	02/10/2016		M		1,558 <u>(3)</u>	A	\$ 0 3,889 D

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Common Stock      02/10/2016      F      500      D      \$ 55.22      3,389      D

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)
Deferred Stock Units	\$ 0 <sup>(4)</sup>	02/10/2016		M	2,604.08 <sub>(1)</sub>	02/10/2016 02/10/2016	Common Stock 2,
Performance Stock Awards	\$ 0	02/10/2016		M	826.69 <sub>(2)</sub>	02/10/2016 02/10/2017	Common Stock 8
Performance Stock Awards	\$ 0	02/10/2016		M	1,557.78 <sub>(3)</sub>	02/10/2016 02/10/2016	Common Stock 1,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schnur Jamie C/O DREW INDUSTRIES INCORPORATED 3501 COUNTY ROAD 6 EAST ELKHART, IN 46514			Chief Administrative Officer	

## Signatures

/s/ Robert A. Kuhns on behalf of Jamie Schnur      02/12/2016

\_\_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) Performance-based Deferred Stock Units vested based on growth in earnings per share and converted to Common Stock in accordance with their terms.

Shares of Common Stock were issued to Mr. Schnur in accordance with his Amended and Restated Executive Employment and Non-Competition Agreement dated February 26, 2013. The sale of these shares of Common Stock is restricted for a period of one year from the award date.

(2) Shares of Common Stock were issued to Mr. Schnur in accordance with his Amended and Restated Executive Employment and Non-Competition Agreement dated February 26, 2013.

(3) Each Deferred Stock Unit represents a contingent right to receive one share of DW Common Stock.

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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