

SUPREME INDUSTRIES INC
Form 4
September 15, 2006

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 *
GARDNER HERBERT M

2. Issuer Name and Ticker or Trading Symbol
SUPREME INDUSTRIES INC
[STS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P O BOX 6199
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/14/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of Board and CEO

FAIR HAVEN, NJ 07704

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common Stock					341,428	D	
Class A Common Stock					9,663 ⁽¹⁾	I	By Spouse
Class B Common Stock	09/14/2006		P		28,500	A	\$ 5.92 517,822 D
Class B Common	09/14/2006		P		2,000	A	\$ 5.92 58,592 ⁽¹⁾ I By Spouse

Stock

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 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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option	\$ 5.09					05/01/2003 ⁽³⁾	05/01/2007	Class A Common Stock	33,000
Incentive Stock Option	\$ 4.5					05/07/2004 ⁽³⁾	05/07/2008	Class A Common Stock	33,000
Incentive Stock Option (Reload)	\$ 6.05					04/18/2006 ⁽³⁾	04/17/2010	Class A Common Stock	23,200
Incentive Stock Option	\$ 6.65					06/06/2006 ⁽³⁾	06/05/2010	Class A Common Stock	25,000
Incentive Stock Option (Reload)	\$ 8.87					10/27/2006 ⁽³⁾	10/26/2010	Class A Common Stock	10,600
Incentive Stock Option	\$ 7.05	05/04/2006		A	V 30,000	05/04/2007 ⁽³⁾	05/03/2013	Class A Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

GARDNER HERBERT M
P O BOX 6199
FAIR HAVEN, NJ 07704

X

Chairman of Board and CEO

Signatures

Herbert M.
Gardner

09/15/2006

__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) Reporting person disclaims beneficial ownership of shares owned by spouse.
- (2) See exercise price in Column 2.
- (3) Stock options are exercisable as follows: one-third exercisable after one year from date of grant; two-thirds exercisable after two years from date of grant; and all exercisable after three years from date of grant.

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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