

GARDNER HERBERT M
 Form 4
 October 05, 2010

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 463
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 10/01/2010

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

WADING RIVER, NY 11792
 (City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock				(A) or (D)	427,282 ⁽¹⁾	D	
Class A Common Stock				(A) or (D)	10,447	I	By Spouse ⁽²⁾
Class B Common Stock				(A) or (D)	559,869	D	
Class B Common				(A) or (D)	63,349	I	By Spouse ⁽²⁾

Stock

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 Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option	\$ 6.15					(3) 06/05/2012	Class A Common Stock	27,000
Incentive Stock Option (reload)	\$ 8.2					(3) 10/27/2010	Class A Common Stock	11,000
Incentive Stock Option	\$ 6.52					(3) 05/03/2013	Class A Common Stock	32,000
Incentive Stock Option (reload)	\$ 5.78					(3) 04/29/2014	Class A Common Stock	29,000
Incentive Stock Option (reload)	\$ 4.86					(3) 05/07/2015	Class A Common Stock	30,000
Incentive Stock Option	\$ 1.55					06/26/2010(4) 06/25/2016	Class A Common Stock	15,000
Incentive Stock Option	\$ 2.23	10/01/2010		A	30,000	10/01/2011(4) 09/30/2017	Class A Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GARDNER HERBERT M P O BOX 463 WADING RIVER, NY 11792	X			Chairman of Board and CEO

Signatures

Herbert M.
Gardner

10/05/2010

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) Includes 203,115 shares of Supreme Class A Common Stock owned by IRAs of reporting person.
- (2) Reporting person disclaims beneficial ownership of shares owned by wife.
- (3) Currently exercisable.
- (4) Stock options are exercisable as follows: 33% exercisable after one year from date of grant; additional 33% exercisable after two years from date of grant; and remaining 34% exercisable three years from date of grant.
- (5) Not applicable.

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.