

THOR INDUSTRIES INC

Form 4

September 06, 2012

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Thompson Family Foundation, Inc.

(Last) (First) (Middle)

230 PARK AVENUE, SUITE 1541

(Street)

NEW YORK, NY 10169

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

THOR INDUSTRIES INC [THO]

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

09/04/2012

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)

Member of 10% owner group

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) Price                                                                              |                                                          |                                                       |
| Common Stock                    | 09/04/2012                           |                                                    | S <u>(1)</u>                   |                                                                   | 50,000 | D \$ 31.5728 (2)                                                                              | 6,190,470                                                | D                                                     |
| Common Stock                    | 09/05/2012                           |                                                    | S <u>(1)</u>                   |                                                                   | 20,000 | D \$ 31.6381 (3)                                                                              | 6,170,470                                                | D                                                     |
| Common Stock                    | 09/06/2012                           |                                                    | S <u>(1)</u>                   |                                                                   | 80,000 | D \$ 31.8375 (4)                                                                              | 6,090,470                                                | D                                                     |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Transaction<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                               |

## Reporting Owners

| Reporting Owner Name / Address                                                          | Relationships                    |
|-----------------------------------------------------------------------------------------|----------------------------------|
|                                                                                         | Director 10% Owner Officer Other |
| Thompson Family Foundation, Inc.<br>230 PARK AVENUE<br>SUITE 1541<br>NEW YORK, NY 10169 | X Member of 10% owner group      |

## Signatures

/s/ Alan Siegel 09/06/2012

\*\*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) Open market purchase pursuant to a 10b5-1 trading plan adopted by the reporting person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended (the "10b5-1 Trading Plan").

The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions pursuant to the 10b5-1

- (2) Trading Plan at prices ranging from \$31.50 to \$32.795, inclusive. The reporting person undertakes to provide Thor Industries Inc., any security holder of Thor Industries Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (3).

- (3) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions pursuant to the 10b5-1 Trading Plan at prices ranging from \$31.50 to \$31.75, inclusive. The reporting person undertakes to provide Thor Industries Inc., any security holder of Thor Industries Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding

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the number of shares sold at each separate price within the ranges set forth in this footnote (4)

The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions pursuant to the 10b5-1

- (4) Trading Plan at prices ranging from \$31.50 to \$32.06, inclusive. The reporting person undertakes to provide Thor Industries Inc., any security holder of Thor Industries Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (5).

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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