

GARDNER HERBERT M
 Form 5
 February 03, 2010

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
GARDNER HERBERT M
 (Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/26/2009

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)
Chairman of Board and CEO

6. Individual or Joint/Group Reporting
 (check applicable line)

P O BOX 6199
 (Street)
FAIR HAVEN, NJ 07704
 (City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Class A Common Stock	12/10/2009	^	G	3,050 D \$ (3)	427,282 (4)	D	^
Class A Common Stock	^	^	^	^ ^ ^	10,447	I	By Spouse (1)
Class B Common Stock	^	^	^	^ ^ ^	559,869	D	^

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Class B
Common Stock Â Â Â Â Â Â 63,349 I By Spouse
(1)

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

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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)	8. Amount or Number of Shares
					(A) (D)	Date Exercisable Expiration Date	Title	
Incentive Stock Option (reload)	\$ 5.6	Â	Â	Â	Â Â	Â (2) 04/17/2010	Class A Common Stock	25,131
Incentive Stock Option	\$ 6.15	Â	Â	Â	Â Â	Â (2) 06/05/2012	Class A Common Stock	27,030
Incentive Stock Option (reload)	\$ 8.2	Â	Â	Â	Â Â	Â (2) 10/27/2010	Class A Common Stock	11,465
Incentive Stock Option	\$ 6.52	Â	Â	Â	Â Â	Â (2) 05/03/2013	Class A Common Stock	32,436
Incentive Stock Option (reload)	\$ 5.78	Â	Â	Â	Â Â	Â (2) 04/29/2014	Class A Common Stock	29,058
Incentive Stock Option (reload)	\$ 4.86	Â	Â	Â	Â Â	Â (2) 05/07/2015	Class A Common Stock	30,582
Incentive Stock Option	\$ 1.55	Â	Â	Â	Â Â	06/26/2010 06/26/2016	Class A	15,000

Stock
Option

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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. 02/03/2010
Gardner

**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 wife.
- (2) Currently exercisable.
- (3) Not applicable.
- (4) Includes 203,115 shares of Supreme Class A Common Stock owned by IRAs of reporting person.

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