Edgar Filing: Anderson Keith A - Form 4

Anderson Ko Form 4 June 05, 201												
FORN Check th	14 UNITED	STATED STATES SECONTIES AND EXCITATOR COMMISSION Washington, D.C. 20549 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 20(b) of the Investment Company Act of 1040								PROVAL 3235-0287 January 31,		
if no long subject to Section 1 Form 4 of Form 5 obligatio may com <i>See</i> Instr 1(b).	o STATE 16. or Filed pu tinue. Section 17									2005 verage 's per 0.5		
(Print or Type]	Responses)											
1. Name and Address of Reporting Person <u>*</u> Anderson Keith A (Last) (First) (Middle)			 Issuer Name and Ticker or Trading Symbol Skyline Champion Corp [SKY] Date of Earliest Transaction 					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
C/O SKYLINE CHAMPION CORPORATION, P.O. BOX 743, 2520 BY-PASS ROAD			(Month/Day/Year) 06/01/2018				_	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Chief Executive Officer				
				Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
ELKHART	, IN 46515						-	Form filed by Mo Person				
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative Sec	urities	s Acqui	red, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	n Date, if	Code (Instr. 8)	omr Disposed o (Instr. 3, 4 an	of (D) d 5) (A) or		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)		
Common Stock	06/01/2018			Code V A	Amount 1,463,707	(D) A	Price (<u>3)</u>	1,463,707 <u>(1)</u> (2)	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Anderson Keith A C/O SKYLINE CHAMPION CORPORATION P.O. BOX 743, 2520 BY-PASS ROAD ELKHART, IN 46515	Х		Chief Executive Officer				
Signatures							
/s/ Keith Anderson by Roger K. Scholten, Attorney-in-Fact		06/05/2018					
**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).

The reporting person holds 726,852 shares of common stock that have the opportunity to first vest on the 180th day following a secondary offering of shares of common stock of Skyline Champion Corporation (the "Issuer") subject to a return on investment of certain of the Issuer's stockholders shares of common stock that do not vest as of the 180th day following the secondary offering described in the immediately preceding sentence shall vest upon the achievement of certain average share price targets of Issuer common

(1) stock that will be determined at the time of the secondary offering. The shares of common stock described in this paragraph will also have the opportunity to vest in connection with a change of control of the Issuer based on the achievement of certain performance thresholds. Any shares of common stock that have not vested within two years following the secondary offering shall be forfeited and transferred back to the Issuer. (Footnote continued in Remarks)

The reporting person holds 290,741 shares of common stock of the Issuer that, subject to the reporting person's continuous employment with the company, vest at 33.33% per year over three years and that will become fully-vested on June 2, 2020. The unvested shares of

common stock described in the immediately preceding sentence will vest in full upon (i) a change of control of the Issuer or (ii) in (2)connection with a secondary offering of Issuer shares wherein certain majority owners of the Issuer and the Issuer receive an aggregate of \$50,000,000 in proceeds, in each case, subject to the continuous employment of the reporting person prior to and through the applicable vesting event.

The common stock reported herein was received, at the direction and on behalf of Champion Enterprises Holdings, LLC ("Champion"), in connection with the distribution by the Issuer of common stock in exchange for the contribution by Champion to the Issuer of its

(3) wholly-owned subsidiaries pursuant to a Share Contribution & Exchange Agreement, dated as of January 5, 2018, by and between the Issuer and Champion.

Remarks:

(Footnote 1 continued):

All vesting described in this paragraph is subject to the reporting person's continuous employment with the Issuer through the 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.