

THOR INDUSTRIES INC
Form 4
December 20, 2013

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 *
ORTHWEIN PETER BUSCH

(Last) (First) (Middle)

9 BENEDICT PLACE

(Street)

GREENWICH, CT 06830

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
THOR INDUSTRIES INC [THO]

3. Date of Earliest Transaction
(Month/Day/Year)
11/25/2013

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)
Exec. Chairman of the Board

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 11/25/2013 | | W ⁽¹⁾ | V 16,200 A \$ 0 | 1,417,700 | D | |
| Common Stock | 11/25/2013 | | W ⁽²⁾ | V 1,632 A \$ 0 | 1,419,332 | D | |
| Common Stock | | | | | 65,400 | I | See Footnote <u>(3)</u> |
| Common Stock | | | | | 56,400 | I | See Footnote <u>(4)</u> |
| | | | | | 62,823 | I | |

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| | | | | |
|--------------|---------|---|--|-------------------------|
| Common Stock | | | | See Footnote <u>(5)</u> |
| Common Stock | 299,700 | I | | See Footnote <u>(6)</u> |
| Common Stock | 124,000 | I | | See Footnote <u>(7)</u> |
| Common Stock | 30,000 | I | | See Footnote <u>(8)</u> |
| Common Stock | 318,368 | I | | See Footnote <u>(9)</u> |

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.

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ORTHWEIN PETER BUSCH 9 BENEDICT PLACE GREENWICH, CT 06830 | X | | Exec. Chairman of the Board | |

Signatures

/s/ Peter B.
Orthwein

12/19/2013

__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) This transaction involved a transfer of Shares to the Reporting Person from the account of a trust for the Reporting Person's father upon the death of such person.

(2) This transaction involved a transfer of Shares to the Reporting Person from the account of the Orthwein Investment Group D, L.P. (the "Investment Group") in which the Reporting Person previously held a 0.51% limited partnership interest and a 51% general partnership interest. The transfer of the Shares occurred upon the dissolution of the Investment Group upon the death of the Reporting Person's father.

(3) These Shares are held for the account of the Reporting Person's wife.

(4) These Shares are held for the account of the Reporting Person's wife as custodian to the Reporting Person's youngest child.

(5) These Shares are held for the account of a charitable annuity trust (the "Charitable Trust") of which the Reporting Person and his wife are trustees and of which the Reporting Person's three youngest children are beneficiaries. The Reporting Person continues to report beneficial ownership of the Shares held for the account of the Charitable Trust but disclaims beneficial ownership except to the extent of the pecuniary interest of the Reporting Person, his wife and his three youngest children in the Charitable Trust.

(6) These Shares are held for the account of the PBO-BMO Descendants Trust (the "PBO-BMO Trust") of which the Reporting Person is the sole trustee and of which the Reporting Person's three youngest children are beneficiaries. The Reporting Person continues to report beneficial ownership of the Shares held for the account of the PBO-BMO Trust but disclaims beneficial ownership except to the extent of the pecuniary interest of the Reporting Person, his wife and his three youngest children in the Trust.

(7) These Shares are held for the account of Adolphus Busch Orthwein Trust (the "AB Trust") for the benefit of the Reporting Person's children. The Reporting Person is one of the trustees of the AB Trust.

(8) These Shares are held for the account of a trust for the Reporting Person's half-brother. The Reporting Person is one of the three trustees of this trust.

(9) These Shares are held for the account of The Indenture of Trust of Adolphus Busch Orthwein (the "Indenture of Trust") of which the Reporting Person is a co-trustee and of which the heirs of the Reporting Person's father's estate are beneficiaries. The Reporting Person disclaims beneficial ownership of the Shares held for the account of the Indenture of Trust except to the extent of his pecuniary interest in such Shares.

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.