Cleveland Todd M Form 144 November 08, 2012

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

# **FORM 144**

# NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTI	ON:		•		ntly with either placing g a sale directly with a	
or print) PATRICK 1 (d) ADD	IE OF ISSUER (Please type  I INDUSTRIES, INC. RESS OF ISSUER RANKLIN STREET	(b) IRS NO. 35-105 TREET CITY ELKHA	7796 00 STATE	) S.E.C. FILE NO. 00-03922 E ZIP CODE 46515	(e) TELEPHONE NO. AREA NUMBER CODE	
. ,	IE OF PERSON FOR WHOSE T THE SECURITIES ARE TO Todd	(b) RELATI TO ISSUER Officer	ST	ADDRESS REET 7 W. Franklin St.	574 294-7511 CITY STATEZIP CODE  Elkhart IN 46515	
INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.						
3 (a)	· /	USE (c)	(d) (	(e) (f)	(g)	
Title of the Class of Securities To Be Sole	Whom the Securities are to be Broke	Number of Shares or Other to Be Sol (See instruction 3(c))	Aggregate Market Value d (See instr. (	Units Outstanding (See	Name of Each se of Sale Securities instr. 3(f)) Exchange DAY YR.) (See instr. 3(g))	
Common Stock	Edward Jones 130 Edward Jones Blvd. Maryland Heights, MO 63043	100,000	\$1,809,000 (1)	10,522,101 11/07	/12 (3) NASDAQ	

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#### **INSTRUCTIONS:**

- 1. (a) Name of issuer
  - (b) Issuer's I.R.S. Identification Number
  - (c) Issuer's S.E.C. file number, if any
  - (d) Issuer's address, including zip code
  - (e) Issuer's telephone number, including area code
- 2. (a) Name of person for whose account the securities are to be sold
  - (b) Such person's relationship to the issuer (e.g., officer, director, 10%stockholder, or member of immediate family of any of the foregoing)
  - (c) Such person's address, including zip code
  - (d) Such person's address, including zip code

- 3. (a) Title of the class of securities to be sold
  - (b) Name and address of each broker through whom the securities are intended to be sold
  - (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
  - (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
  - (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
  - (f) Approximate date on which the securities are to be sold
  - (g) Name of each securities exchange, if any, on which the securities are intended to be sold

# Explanation of Responses:

- (1) Aggregate market value is determined based on the closing stock price of Patrick Industries, Inc. common stock on November 5, 2012 of \$18.09 per share.
- (2) Shares acquired pursuant to a stock option grant awarded by the Issuer on May 21, 2009 with full vesting on May 21, 2012.
  - (3) Stock option shares anticipated to be exercised and sold on various dates within the next three months.

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#### TABLE I - SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of	Date you		Name of Person from Whom	Amount of Securities	Date of	•
the Class	Acquired	Nature of Acquisition	Acquired	Acquired	Payment Nature of	
		Transaction	(If gift, also give date donor acquired)			Payment
Common Stock	5/21/09 (2)	Stock Option Grant (2)	Patrick Industries, Inc.	100,000	(3)	Cash

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

#### TABLE II - SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

			Amount of	
Name and Address of Seller	Title of Securities Sold	Date of Sale	Securities Sold	Gross
				Proceeds

#### **REMARKS:**

#### **INSTRUCTIONS:**

See the definition of "person" in paragraph (a) of Rule 144. securities to which this notice relates are to be Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

ATTENTION: The person for whose account the

November 7, 2012

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF **RELYING ON RULE 10B5-1** 

/s/ Todd M. Cleveland by Andy L. Nemeth, attorney-in-fact (SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not

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manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)