SEC Form 4

Instruction 1(b).

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL              |           |  |  |  |  |  |
|---------------------------|-----------|--|--|--|--|--|
| OMB Number:               | 3235-0287 |  |  |  |  |  |
| Expires: November 30, 201 |           |  |  |  |  |  |
| Estimated average burden  |           |  |  |  |  |  |
| hours per response:       | 0.5       |  |  |  |  |  |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

|  |                     |            |        | 2. Issuer Name and Ticker or Trading Symbol<br>CAVCO INDUSTRIES INC [ CVCO ] |   |  |  |                  |  |                    |                                     | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                          |  |  |  |  |   |              |  |
|--|---------------------|------------|--------|--|---|--|--|------------------|--|--------------------|-------------------------------------|--|--------------------------|--|--|--|--|---|--------------|--|
| STEOWATER JOSEF  |                     |            |        |  |   |  |  |                  | -  | -                  |                                     |  |                          | Х  | Director                                     |  |  | 10% Owr   | ner          |  |
|  |                     |            |        |  |   |  |  |                  |  |                    |                                     |  |                          | Х  | Officer (give titl                           | le below)  |  | Other (sp   | ecify below) |  |
| (Last) (First) (Middle)  |                     |            |        |  |   | 3. Date of Earliest Transaction (Month/Day/Year)               |  |                  |  |                    |                                     |  |                          | Chairman, CEO & President  |  |  |  |   |              |  |
|  | I N. CENTRAL AVENUE |            |        |  | 00  | 06/13/2011   |  |                  |  |                    |                                     |  |                          |  |  |  |  |   |              |  |
| SUITE 800  |                     |            |        |  |   |  |  |                  |  |                    |                                     |  |                          |  |  |  |  |   |              |  |
|  |                     |            |        |  | - 4.  | 4. If Amendment, Date of Original Filed (Month/Day/Year)       |  |                  |  |                    |                                     |  |                          | 6. Individual or Joint/Group Filing (Check Applicable Line)                        |  |  |  |   |              |  |
| (Street)   | -                   |            | 5004   |  |   |  |  |                  |  |                    |                                     |  |                          | Х  | X Form filed by One Reporting Person         |  |  |   |              |  |
| PHOENIX A  | L                   | 8          | 5004   |  |   |  |  |                  |  |                    |                                     |  |                          |  | Form filed by More than One Reporting Person |  |  |   |              |  |
| (City) (Si   | ate)                | (2         | Zip)   |  | _   |  |  |                  |  |                    |                                     |  |                          |  |  |  |  |   |              |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |                     |            |        |  |   |  |  |                  |  |                    |                                     |  |                          |  |  |  |  |   |              |  |
| 1. Title of Security (Instr. 3)  |                     |            |        |  | 2.<br>Transaction<br>Date<br>(Month/Day                             | 2A.<br>Deemed<br>Execution<br>Date, if any                     | 3. Transaction<br>Code (Instr. 8) (Instr. 3, 4 and 5 |                  |  |                    | Acquired (A) or Disposed Of<br>d 5) |  |                          | 5. Amount of Secu<br>Beneficially Owne<br>Following Reporte<br>Fransaction(s) (Ins | d Direct (<br>ed (I) (Inst                   |  | ership Form:<br>(D) or Indirect<br>r. 4)                           | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |              |  |
|  |                     |            |        | /Year)   | (Month/Day<br>/Year)  | Code   | v  | Amount           |  | (A) or (D)         | Price                               |  | and 4)                   |  |  |  | (Instr. 4)   |   |              |  |
| Common Stock   |                     |            |        |  | 06/13/2011  |  | М  |                  | 34   | 1,000              | Α                                   | \$20   | )                        | 476,928  |  |  | D  |   |              |  |
|  |                     |            |        | Table I  |   | rivative Seo<br>J., puts, ca                                   |  |                  |  |                    |                                     |  | wned                     |  |  |  |  |   |              |  |
| 1. Title of Derivative Security<br>(Instr. 3)<br>2. 3. 3A. 4. Transaction<br>Or Exercise<br>Price of (Month/Day<br>Derivative //Year) (Month/Day |                     |            |        |  | 5. Number<br>Derivative<br>Acquired (A<br>Disposed o<br>3, 4 and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |  |                  | 7. Title and Amount of Securitie<br>Underlying Derivative Security<br>and 4) |                    |                                     |  |                          | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following     |  | 10.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |              |  |
|  | Security            |            | /iearj | Code   | v   | (A)  | (D)  | Date<br>Exercisa |  | Expiration<br>Date | Title                               |  | Amoun<br>Numbe<br>Shares | r of   |  | Reported<br>Transactio<br>(Instr. 4)                                     |  | (1130.4)  |              |  |
| Non-Qualified Stock Option (Right to buy)  | \$20                | 06/13/2011 |        | А  |   |  | 34,000   | (1)              |  | 06/22/2011         | 6/22/2011 Common Stock 3            |  | 34                       | 000  | \$0  | 0  |  | D   |              |  |

Explanation of Responses:

1. The option vested in four equal installments on June 22, 2004; June 22, 2005; June 22, 2006; and June 22, 2007.

| /s/ James P. Glew Attorney       | -in-fact for |
|----------------------------------|--------------|
| Joseph H. Stegmayer              |              |
| ** Signature of Reporting Person |              |

06/14/2011

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.