

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

**Date of Report (Date of earliest event reported): June 21, 2005**

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**Cavco Industries, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**000-08822**

(Commission File Number)

**56-2405642**

(IRS Employer Identification No.)

**1001 North Central Avenue, Suite 800**

**Phoenix, Arizona**

(Address of principal executive offices)

**85004**

(Zip Code)

**(602) 256-6263**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

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**SIGNATURES**

**Item 1.01. Entry into a Material Definitive Agreement.**

At the annual meeting of stockholders of Cavco Industries, Inc. ("Cavco") held on June 21, 2005, the stockholders of Cavco approved the Cavco Industries, Inc. 2005 Stock Incentive Plan (the "2005 Stock Plan"). Under the 2005 Stock Plan, a maximum of 450,000 shares of common stock of Cavco may be subject to grants of options or awards of restricted stock or stock units to officers, directors and key employees of Cavco or its subsidiaries. Cavco's Proxy Statement for its 2005 annual meeting of stockholders, a copy of which has been filed by Cavco with the Securities and Exchange Commission, contains a summary description of the 2005 Stock Plan. The complete text of the 2005 Stock Plan is also attached to the Proxy Statement. For additional information regarding the 2005 Stock Plan, please refer to the Proxy Statement.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CAVCO INDUSTRIES, INC.

(Registrant)

By: /s/ Sean K. Nolen

Name: Sean K. Nolen

Title: Vice President, Chief Financial  
Officer, Treasurer and Secretary

Date: June 27, 2005