KEENER LARRY H.

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

2. Issuer Name **and** Ticker or Trading Symbol

CAVCO INDUSTRIES, INC. [CVCO]

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

APPROVAL	

OMB Number:

Expires:

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable) Director

3235-0287

Estimated average burden

hours per response: 0.5

10% Owner

(Last) c/o 3636 N. Central Ave Suite 1200		3. Date of Earliest Transaction (Month/Day/Year) 02/12/2020								X Officer (give title Other (specify below) See Remarks									
	AZ State)	850 (Zi _l			4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	Olale)	(21)	-	Гable I - N	lon-Deri	vative	Securitie	s Acquii	ed, D	Dispo	sed of, c	or Benefici	ially Ov	vned					
1. Title of Security (Instr. 3)							2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8) 4. S		Disp	Securities Acquired (A) or sposed Of (D) (Instr. 3, 4 and				Beneficially Owned		. Ownership orm: Direct O) or ndirect (I) nstr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	V	Ar	Amount (A) (D)		Price	e R	Following Reported Transaction(s) (Instr. 3 and 4)		nsu. 4)	(Instr. 4)	
Common Stock					02/1	2/2020		M		7	7,125	A	\$75.9	00	7,125		D		
Common Stock					02/1	2/2020		M		2	2,500	A	\$99.9	96	9,625		D		
Common Stock					02/1	2/2020		F		5,	245 (1)	D	\$229.0	68	4,380		D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivativ Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (li 8)		Deriva Secur Acqui or Dis	ities red (A) posed of str. 3, 4	Exerci Expira (Month	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Ins and 4)			tr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Instruct	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisal	ble	xpiration Date	-	Γitle	Nu	nount or mber Shares					
Non-Qualified Stock Option (Right to Buy)	\$75.90	02/12/2020		M			7,125	(2)	07	7/09/2022	Comn	non Stock	7,	,125	\$75.90	0	D		

Option (Right to Buy) \$99.96 02/12/2020 M 2,500 (3) 07/13/2023 Common Stock 2,500 \$99.96 7,500 D	Non-Qualified Stock Option (Right to Buy)	\$99.96	02/12/2020		M			2,500	(3)	07/13/2023	Common Stock	2,500	\$99.96	7,500	D	
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Explanation of Responses:

- 1. Surrender of shares for payment of option exercise price and taxes.
- 2. The option was exercisable on July 9, 2019.
- 3. The option was exercisable on July 13, 2019.

Remarks:

Mr. Keener is President of Cavco subsidiary, Palm Harbor Villages, Inc.

/s/ James P. Glew, Attorney-in-fact for Larry H. Keener 02/12/2020

** Signature of Reporting Person 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.