

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>ADEN ALLISON</u> (Last) (First) (Middle) <u>C/O 3636 N. CENTRAL AVENUE</u> <u>SUITE 1200</u> (Street) <u>PHOENIX AZ 85012</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CAVCO INDUSTRIES, INC. [CVCO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, CFO & Treasurer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/21/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/21/2024		A		971 ⁽¹⁾	A	\$ 0.00	4,862	D	
Common Stock	05/21/2024		F		272 ⁽²⁾	D	\$ 362.36	4,590	D	

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			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/22/2024		A		1,357 (3)	A	\$ 0.00	5,947	D	
Common Stock	05/22/2024		A		420 (4)	A	\$ 0.00	6,367	D	
Common Stock	05/22/2024		A		444 (5)	A	\$ 0.00	6,811	D	
Common Stock	05/22/2024		F		124 (6)	D	\$ 353.72	6,687 (7)	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Vesting of FY22-24 Performance-based Restricted Stock Units ("RSUs").
- Surrender of shares for payment of tax withholding on release of Performance-based RSUs.
- This is an award of RSUs which will pay out into shares of Common Stock of the Company as follows: 33% on the first anniversary of the grant date, 33% on the second anniversary of the grant date and 34% on the third anniversary of the grant date.

4. This is an award of RSUs that will vest 100% on August 30, 2024, to true-up the pro-rated long-term incentive compensation granted to the reporting person in her initial year of employment with the Company to align with her 3-year vesting period of the award disclosed in the Form 4 filed by the reporting person on August 31, 2021, with a grant date of August 30, 2021.
5. This is an award of RSUs that will vest 100% on the grant date, awarded to true-up the pro-rated long-term incentive compensation granted to the reporting person in her initial year of employment with the Company to align with her 3-year vesting period of the award referenced in Footnote 1.
6. Surrender of shares for payment of tax withholding on vesting of RSUs referenced in Footnote 5.
7. Includes 4,460 shares underlying Restricted Stock Units allocated but not yet vested or delivered.

Remarks:

/s/ Seth G. Schuknecht,
attorney-in fact

05/23/2024

** 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.