

NEMETH ANDY L  
 Form 4  
 May 03, 2012

**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 OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 NEMETH ANDY L

2. Issuer Name and Ticker or Trading Symbol  
 PATRICK INDUSTRIES INC  
 [PATK]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 107 W. FRANKLIN ST  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/01/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 EVP - Finance & CFO

ELKHART, IN 46515  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/01/2012		M	9,374	A \$ 0.75	123,262	D
Common Stock	05/01/2012		S	9,374	D \$ 13	113,888	D
Common Stock	05/01/2012		M	9,374	A \$ 1.75	123,262	D
Common Stock	05/01/2012		S	9,374	D \$ 13	113,888	D
Common Stock	05/02/2012		M	9,376	A \$ 0.75	123,264	D

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Common Stock	05/02/2012	S	9,376	D	\$ 12.95	113,888	D
Common Stock	05/02/2012	M	9,376	A	\$ 1.75	123,264	D
Common Stock	05/02/2012	S	9,376	D	\$ 12.95	113,888	D

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

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SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Options	\$ 0.75	05/01/2012		M	9,374	<u>(1)</u> 05/21/2019 <u>(1)</u>	Common Stock	9,374	
Common Stock Options	\$ 0.75	05/02/2012		M	9,376	<u>(2)</u> 05/21/2019 <u>(2)</u>	Common Stock	9,376	
Common Stock Options	\$ 1.75	05/01/2012		M	9,374	<u>(3)</u> 05/21/2019 <u>(3)</u>	Common Stock	9,374	
Common Stock Options	\$ 1.75	05/02/2012		M	9,376	<u>(4)</u> 05/21/2019 <u>(4)</u>	Common Stock	9,376	

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

NEMETH ANDY L  
107 W. FRANKLIN ST  
ELKHART, IN 46515

X

EVP - Finance & CFO

## Signatures

Andy L. Nemeth 05/03/2012

  Signature of  
Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) Common stock options granted on May 21, 2009 of which 10% of the option awards were immediately vested on the grant date. The remaining options vest in increments of 25%, 35% and 30% upon the first, second and third anniversaries, respectively, of the grant date, with full vesting at the end of three years, and expire after ten years. Of the 43,750 total stock options originally granted at an exercise price of \$0.75 per share, there are 21,251 options that are exercisable and 13,125 options that will vest on May 21, 2012.

(2) Common stock options granted on May 21, 2009 of which 10% of the option awards were immediately vested on the grant date. The remaining options vest in increments of 25%, 35% and 30% upon the first, second and third anniversaries, respectively, of the grant date, with full vesting at the end of three years, and expire after ten years. Of the 43,750 total stock options originally granted at an exercise price of \$0.75 per share, there are 11,875 options that are exercisable and 13,125 options that will vest on May 21, 2012.

(3) Common stock options granted on May 21, 2009 of which 10% of the option awards were immediately vested on the grant date. The remaining options vest in increments of 25%, 35% and 30% upon the first, second and third anniversaries, respectively, of the grant date, with full vesting at the end of three years, and expire after ten years. Of the 43,750 total stock options originally granted at an exercise price of \$1.75 per share, there are 21,251 options that are exercisable and 13,125 options that will vest on May 21, 2012.

(4) Common stock options granted on May 21, 2009 of which 10% of the option awards were immediately vested on the grant date. The remaining options vest in increments of 25%, 35% and 30% upon the first, second and third anniversaries, respectively, of the grant date, with full vesting at the end of three years, and expire after ten years. Of the 43,750 total stock options originally granted at an exercise price of \$1.75 per share, there are 11,875 options that are exercisable and 13,125 options that will vest on May 21, 2012.

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

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