Wilde Erik Form 4 March 05, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Wilde Erik

(First)

(Street)

(State)

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

Issuer

GENERAC HOLDINGS INC.

(Check all applicable)

5. Relationship of Reporting Person(s) to

[GNRC]

(Last)

3. Date of Earliest Transaction

(Month/Day/Year)

X_ Officer (give title below)

Director

10% Owner Other (specify

03/01/2018

S45 W29290 HWY.59, C/O GENERAC HOLDINGS INC.

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

EVP Industrial, Americas

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

WAUKESHA, WI 53189

(City)

Tube 1 Tion Betty unite Securities Trequired, Disposed of, of									ij O IIIIcu
1.Title of	2. Transaction Date		3.	4. Securi		•	5. Amount of	6. Ownership	
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)			Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	, ,			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
							Reported		
					(A)		Transaction(s)		
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	(moure une i)		
Common	1 02/01/2010			3,570		\$	10.202	ъ	
Stock	03/01/2018		A	(1)	Α	43.88	10,302	D	
Stock				_		15.00			
Common	1		_	2=2 (2)	_	\$	10.000	_	
Stock	03/01/2018		F	273 <u>(2)</u>	D	43.88	10,029	D	
DIOCK						₹5.00			

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 43.88	03/01/2018		A	17,536	(3)	03/01/2028	Common Stock	17,536

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

Wilde Erik

S45 W29290 HWY.59

EVP Industrial, Americas C/O GENERAC HOLDINGS INC.

WAUKESHA, WI 53189

Signatures

/s/ Raj Kanuru, as Attorney

in Fact 03/05/2018

**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).
- Subject to continued service through the vesting date, the Restricted Shares shall all vest in equal installments on each of the first three (3) **(1)** anniversaries of the Date of Grant.
- (2) Shares withheld to fund the tax liability associated with vesting of restricted shares.
- (3) Options shall vest in equal installments on each of the first four (4) anniversaries of the Date of Grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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