PARSKY GERALD L
Form 4
December 06, 2011

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Aurora Advisors II LLC

(Last) (First) (Middle)

10877 WILSHIRE BLVD., SUITE 2100

(Street)

LOS ANGELES, CA 90024

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
DOUGLAS DYNAMICS, INC [PLOW]

3. Date of Earliest Transaction (Month/Day/Year)
12/06/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
__X__ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/06/2011		S		1,511,959 (1)	D	$ 14.25	0 (2) (3)	D	
Common Stock	12/06/2011		S		6,300 (4)	D	$ 14.25	0	D	
Common Stock	12/06/2011		S		2,520 (5)	D	$ 14.25	0	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Aurora Advisors II LLC 10877 WILSHIRE BLVD. SUITE 2100 LOS ANGELES, CA 90024		X		
AURORA CAPITAL PARTNERS II L P 10877 WILSHIRE BLVD. SUITE 2100 LOS ANGELES, CA 90024		X		
Aurora Equity Partners II LP 10877 WILSHIRE BLVD. SUITE 2100 LOS ANGELES, CA 90024		X		
Aurora Overseas Advisors II LDC 10877 WILSHIRE BLVD. SUITE 2100 LOS ANGELES, CA 90024		X		
Aurora Overseas Capital Partners II LP 10877 WILSHIRE BLVD. SUITE 2100 LOS ANGELES, CA 90024		X		
Aurora Overseas Equity Partners II LP 10877 WILSHIRE BLVD.		X		

SUITE 2100
LOS ANGELES, CA 90024

Mapes John T
C/O AURORA EQUITY PARTNERS II LP
10877 WILSHIRE BLVD. SUITE 2100
LOS ANGELES, CA 90024
X

PARSKY GERALD L
C/O AURORA EQUITY PARTNERS II LP
10877 WILSHIRE BLVD. SUITE 2100
LOS ANGELES, CA 90024
X

Signatures

/s/ Timothy J. Hart as Vice President, Secretary and General Counsel of Aurora Advisors II LLC — 12/06/2011

**Signature of Reporting Person — Date

/s/ Timothy J. Hart as Vice President, Secretary and General Counsel of Aurora Advisors II LLC, General Partner of Aurora Capital Partners II LP — 12/06/2011

**Signature of Reporting Person — Date

/s/ Timothy J. Hart as Vice President, Secretary and General Counsel of Aurora Advisors II LLC, General Partner of Aurora Capital Partners II LP, General Partner of Aurora Equity Partners II LP — 12/06/2011

**Signature of Reporting Person — Date

/s/ Timothy J. Hart as Vice President, Secretary and General Counsel of Aurora Overseas Advisors II, LDC — 12/06/2011

**Signature of Reporting Person — Date

/s/ Timothy J. Hart as Vice President, Secretary and General Counsel of Aurora Overseas Advisors II, LDC, General Partner of Aurora Overseas Capital Partners II, LP — 12/06/2011

**Signature of Reporting Person — Date

/s/ Timothy J. Hart as Vice President, Secretary and General Counsel of Aurora Overseas Advisors II, LDC, General Partner of Aurora Overseas Capital Partners, LP, General Partner of Aurora Overseas Equity Partners II, LP — 12/06/2011

**Signature of Reporting Person — Date

/s/ Timothy J. Hart as Attorney-in-Fact for John T. Mapes — 12/06/2011

**Signature of Reporting Person — Date

/s/ Timothy J. Hart as Attorney-in-Fact for Gerald L. Parsky — 12/06/2011

**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) Consists of 1,492,152 shares sold by Aurora Equity Partners II L.P. ("AEPII") and 19,807 shares sold by Aurora Overseas Equity Partners II, L.P. ("AOEPII").

(2) Aurora Capital Partners II LP ("ACPII") is the general partner of AEPII. Aurora Overseas Capital Partners II, LP ("AOCPII") is the general partner of AOEPII. Aurora Advisors II LLC ("AAII") is the general partner of ACPII. Aurora Overseas Advisors II, LDC ("AOAII") is the general partner of AOCPII. AEPII, AOEPII, ACPII, AOCPII, AAII, and AOAII are collectively referred to as the "Aurora Entities." In their capacities as direct or indirect general partners of AEPII and/or AOEPII, ACPII, AOCPII, AAII, and AOAII may be deemed to have a pecuniary interest in an indeterminable portion of the shares owned or controlled by AEPII and AOEPII. ACPII, AOCPII, AAII, and AOAII disclaim beneficial ownership of all such shares except to the extent that they may be deemed to have a pecuniary interest therein.

(3) Messrs. Mapes and Parsky are controlling persons of the Aurora Entities. As such, they may be deemed to have a pecuniary interest in an indeterminable portion of the shares owned or controlled by the Aurora Entities. Messrs. Mapes and Parsky disclaim beneficial ownership of all such shares except to the extent that they may be deemed to have a pecuniary interest therein.

(4) Consists of shares sold by Mr. Parsky's 401(k) account.

(5) Consists of shares sold by Mr. Mapes' 401(k) account.

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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