Potts Randy J Form 3/A October 30, 2006

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires: January 31, 2005

0.5

Estimated average burden hours per

response...

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person \*

Potts Randy J

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

10/30/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

WINNEBAGO INDUSTRIES INC [WGO]

WINNEBAGO INDUSTRIES,

INC., P.O. BOX 152

(Street)

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

10/12/2006

(Check all applicable)

Director \_X\_\_ Officer

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line)

5. If Amendment, Date Original

\_X\_ Form filed by One Reporting Person

(give title below) (specify below) Vice President-Manufacturing

Form filed by More than One

Reporting Person

FOREST CITY, Â IAÂ 50436

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

Beneficially Owned

2. Amount of Securities

(Instr. 4)

Ownership Form: Direct (D)

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security 2. Date Exercisable and (Instr. 4)

**Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Date Exercisable **Expiration Date** 

Title

Amount or Number of Shares

Security: Derivative Security Direct (D) or Indirect

(I)

1

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(Instr. 5)

Stock Options (rights to Common (1)  $10/12/2015^{(2)}$ 4,000 (1) buy) (1) Stock

\$ 26.93

Â D

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Potts Randy J WINNEBAGO INDUSTRIES, INC. P.O. BOX 152

Vice President-Manufacturing Â

FOREST CITY, Â IAÂ 50436

# **Signatures**

/s/ Raymond M. Beebe, Secretary, Winnebago Industries, Inc. under Power of Attorney

10/30/2006

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 5(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).
- Granted 10/12/2005 under the Winnebago Industries, Inc. 2004 Incentive Compensation Plan which is a Section 16(b) Plan. Options become exercisable in annual increments of one-third commencing 10/12/2006.
- (2) Correction of typographical error in expiration date from original filing stating 10/12/2005.

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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