

JOHNSON OUTDOORS INC
Form 4
November 08, 2004

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 *
JOHNSON LEIPOLD HELEN P

2. Issuer Name and Ticker or Trading Symbol
JOHNSON OUTDOORS INC
[JOUT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
555 MAIN STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/22/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

RACINE, WI 53403

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

(City) (State) (Zip)

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 (D) Price			
Class A Common Stock	05/22/2004		W	V 147,533 A \$ 0	488,367	I	As trustee ⁽¹⁾ ₍₂₎
Class A Common Stock	05/22/2004		W	V 100,000 A \$ 0	100,000	I	As shareholder ⁽³⁾
Class A Common Stock					35,000	D	
Class A Common					114,464	I	As trustee ⁽⁴⁾

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Stock

Class A
Common
Stock

3,933

I

By Savings
Plan (5)

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

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(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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Class B Common Stock	\$ 0 <u>(6)</u>	05/22/2004		W	V 1,037,330	<u>(6)</u> <u>(6)</u>	Class A Common Stock 1,037,330
Class B Common Stock	\$ 0 <u>(6)</u>	05/22/2004		W	V 96,036	<u>(6)</u> <u>(6)</u>	Class A Common Stock 96,036
Class B Common Stock	\$ 0 <u>(6)</u>					<u>(6)</u> <u>(6)</u>	Class A Common Stock 820,000
Phantom Shares	\$ 0 <u>(9)</u>					<u>(9)</u> <u>(9)</u>	Class A Common Stock 13,000
Option (right to buy)	\$ 24.375					<u>(10)</u> 01/27/2004	Class A Common Stock 5,000
Option (right to buy) <u>(11)</u>	\$ 13.04					07/08/2003 01/07/2005	Class A Common Stock 485,000
Option (right to buy)	\$ 8.125					<u>(10)</u> 03/09/2009	Class A Common Stock 85,000
Option (right to buy)	\$ 7.625					<u>(10)</u> 12/13/2009	Class A Common Stock 30,000

Option (right to buy)	\$ 5.3125	(10)	12/11/2010	Class A Common Stock	30
Option (right to buy)	\$ 7.4175	(12)	12/13/2011	Class A Common Stock	30

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSON LEIPOLD HELEN P 555 MAIN STREET RACINE, WI 53403	X	X	Chairman and CEO	

Signatures

/s/ Johnson-Leipold,
Helen P.

11/08/2004

**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) Ms. Johnson-Leipold reports these shares (a) as controlling shareholder of parent corporation of Johnson Bank, the trustee of certain trusts which directly, or indirectly as shareholders of certain corporations and as general partners of certain limited partnerships, beneficially own reported shares; (b) as a general partner of a limited partnership, which indirectly owns reported shares; (c) as settlor and beneficiary of the Helen Johnson-Leipold Revocable Trust ("Trust"), which beneficially owns reported shares directly or indirectly as a shareholder of certain corporations and as the general partner of certain limited partnerships; or (d) as trustee of the Herbert F. Johnson Distributing Trust.
- (2) Ms. Johnson-Leipold reports all shares held by certain corporations of which the Trust or the other trusts referenced above may be deemed to be a controlling shareholder. In addition, Ms. Johnson-Leipold reports all shares held by certain limited partnerships of which the Trust or such other trusts is a general partner. Due to the nature of such limited partnerships, it is impractical to determine the Trust's or such other trusts' proportionate interest (as defined by Rule 16a-1(a)(2)(ii)(B)) in such limited partnerships. Ms. Johnson-Leipold disclaims beneficial ownership of all shares directly or indirectly held by the Trust or such other trusts in which she does not have a pecuniary interest.
- (3) As controlling shareholder of Johnson Financial Group, the parent corporation of the trustee of the trust which beneficially owns the reported shares. Ms. Johnson-Leipold disclaims beneficial ownership of these shares.
- (4) As trustee of the Samuel C. Johnson Family Trust, which beneficially owns the shares as the controlling shareholder of a corporation.
- (5) Reflects shares held under Savings Plan as of October 25, 2004.
- (6) Class B Common Stock is convertible at any time on a one-share-for-one-share basis into Class A Common Stock.
- (7) The reported shares are held by the Johnson Outdoors Inc. Class B Common Stock Voting Trust ("Voting Trust"), of which Ms. Johnson-Leipold is trustee.
- (8) As trustee of the SCJ Family Trust, which beneficially owns the reported shares indirectly as the controlling shareholder of a corporation which beneficially owns the shares as a unit holder in the Johnson Outdoors Inc. Class B Common Stock Voting Trust.
- (9) Phantom shares vest and are settled in cash on the third anniversary of their grant date, assuming the market price of the stock is within a prescribed range on such date. In the event the phantom shares do not vest on this date, their vesting is subject to a one year extension in the event certain performance criteria are met.

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(10) Fully vested.

Stock option granted pursuant to that certain Option Agreement, dated July 8, 2003, by and among the Samuel C. Johnson 1988 Trust

(11) Number 1 dated September 14, 1988, as amended and restated, Helen P. Johnson Leipold, S. Curtis Johnson, H. Fisk Johnson and Winifred J. Marquart.

(12) One-third of option becomes exercisable on each successive anniversary of its December 13, 2001 grant date.

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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