

WINNEBAGO INDUSTRIES INC

Form DEFA14A

October 27, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 14A

(Rule 14a-101)

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

(Amendment No. )

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to section 240.14a-12

**Winnebago Industries, Inc.**

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
  - (1) Title of each class of securities to which transaction applies:
  - (2) Aggregate number of securities to which transaction applies:
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  - (4) Proposed maximum aggregate value of transaction:
  - (5) Total fee paid:
- Fee paid previously with preliminary materials:
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount previously paid:
  - (2) Form, Schedule or Registration Statement No.:
  - (3) Filing party:
  - (4) Date filed:

Company #

Control #

## 2009 Annual Meeting of Shareholders

Tuesday, December 15, 2009  
4:00 p.m., Central Standard Time

Winnebago Industries; South Complex Theater  
605 West Crystal Lake Road  
Forest City, Iowa 50436

To obtain directions to attend  
the Annual Meeting and vote in person,  
please call Investor Relations  
at (641) 585-6803.

## Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to be held on December 15, 2009.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

To view the Proxy Statement or Annual Report to Shareholders, have the 11-digit Control #(s) and visit:

<http://www.idelivercommunications.com/proxy/WGO>

If you want to receive a paper or e-mail copy of the above listed documents, you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery, please make the request as instructed below on or before December 3, 2009.

Matters intended to be acted upon at the meeting are listed below.

The Board of Directors recommends that you vote FOR Proposals 1, 2 and 3:

1. To elect as two class I directors to serve for the ensuing three years and until their successors shall be elected and shall qualify;
2. To ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending August 28, 2010.

Irvin E. Aal

Joseph W. England

3. To transact such other business as may properly come before the meeting or any adjournment or adjournments thereof.

These items of business are more fully described in the proxy statement. The record date for the annual meeting is October 6, 2009. Only shareholders of record at the close of business on that date may vote at the meeting or any adjournment thereof.

**You may immediately vote your proxy on the Internet at:**

**[www.eproxy.com/wgo](http://www.eproxy.com/wgo)**

Use the Internet to vote your proxy 24 hours a day, 7 days a week, until 12:00 p.m. (CT) on December 14, 2009.

Please have this Notice and the last four digits of your Social Security Number or Tax Identification Number available.

Follow the simple instructions to obtain your records and submit your proxy vote electronically.

**Your Internet vote authorizes the Named Proxies to vote your shares in the same manner as if you marked, signed and returned your proxy card.**

**To request paper or e-mail copies of the annual report and the proxy materials,**

**which include the proxy card and the proxy statement, please contact us via:**

**Internet** Access the Internet and go to [www.idelivercommunications.com/proxy/WGO](http://www.idelivercommunications.com/proxy/WGO). Follow the instructions to log in, and order copies. Please make the request on or before December 3, 2009.

**Telephone** Call us free of charge at 877-847-4696 in the U.S. or Canada to order paper copies.

**Email** Send us an email at [ideliver@afpi.com](mailto:ideliver@afpi.com). Please put Paper Material or E-mail Material in the subject line, followed by the 11-Digit Control #. Requests, instructions and other inquiries will not be forwarded to your investment advisor.