

MOHAWK INDUSTRIES INC
Form 4
March 20, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
HELEN SUZANNE L

2. Issuer Name and Ticker or Trading Symbol
MOHAWK INDUSTRIES INC
[MHK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O MOHAWK INDUSTRIES
INC, 2001 ANTIOCH ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/18/2015

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
Possible member of group

DALTON, GA 30721

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)
				(A) or (D)	Price		
Common Stock	03/18/2015		S	11,300	D	\$ 178.2077 (1)	331,502 I PAS Trust
Common Stock	03/18/2015		S	5,650	D	\$ 180.9275 (2)	325,825 I PAS Trust
Common Stock	03/19/2015		S	5,650	D	\$ 180.2344 (3)	320,202 I PAS Trust
Common	03/20/2015		S	5,525	D	\$	314,677 I PAS Trust

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Stock		181,0775			
		<u>(4)</u>			
Common Stock		141,646	I		By Family Ltd Partnership (5) (6)
Common Stock		524,635	I		SLH Partners, LP (7)

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 displays a currently valid OMB control number. SEC 1474 (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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HELEN SUZANNE L C/O MOHAWK INDUSTRIES INC 2001 ANTIOCH ROAD DALTON, GA 30721				Possible member of group

Signatures

/s/ Suzanne L.
Helen
03/20/2015
Date

Signature of
Reporting Person

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) The price shown is the weighted average price at which shares were sold in multiple sales transactions made pursuant to a single market order. The range of prices for the transactions made was \$175.77 to \$180.92. Upon request by SEC staff, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.

The price shown is the weighted average price at which shares were sold in multiple sales transactions made pursuant to a single market
 - (2) order. The range of prices for the transactions made was \$180.30 to \$181.58. Upon request by SEC staff, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.

The price shown is the weighted average price at which shares were sold in multiple sales transactions made pursuant to a single market
 - (3) order. The range of prices for the transactions made was \$180.00 to \$181.00. Upon request by SEC staff, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.

The price shown is the weighted average price at which shares were sold in multiple sales transactions made pursuant to a single market
 - (4) order. The range of prices for the transactions made was \$181.00 to \$181.32. Upon request by SEC staff, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.
 - (5) Reporting Person may be considered part of a "group" with certain family members holding issuer shares; however, Reporting Person disclaims existence of such a "group" and disclaims beneficial ownership of any shares not reported herein.

Reporting Person is one of three family members who share equal control over the general partner of this limited partnership. Reporting
 - (6) Person disclaims beneficial ownership in the number of shares held by the limited partnership to the extent that he does not have a pecuniary interest.
 - (7) Reporting Person controls SLH Partners, LP but disclaims beneficial ownership in shares in which she does not have a pecuniary interest.

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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