

GRASSLE JENELE C

Form 4

June 01, 2011

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0287Expires: January 31,
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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 *
GRASSLE JENELE C

(Last) (First) (Middle)

2300 MEETING PLACE

(Street)

WAYZATA, MN 55391

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
WINMARK CORP [WINA]3. Date of Earliest Transaction
(Month/Day/Year)
06/01/20114. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify
below)6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ 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 Ownership (Instr. 4)
Common Stock			Code	V Amount (D) Price	7,000	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
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)**

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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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Non-Employee Director Stock Option (right to buy)	\$ 20.46							12/13/2006 ⁽¹⁾	12/13/2011	Common Stock	
Non-Employee Director Stock Option (right to buy)	\$ 20.32							12/14/2007 ⁽¹⁾	12/14/2012	Common Stock	
Non-Employee Director Stock Option (right to buy)	\$ 20.96							12/13/2008 ⁽¹⁾	12/13/2013	common stock	
Non-Employee Director Stock Option (right to buy)	\$ 12.75							12/11/2009 ⁽²⁾	12/11/2018	Common Stock	
Non-Employee Director Stock Option (right to buy)	\$ 13.01							06/01/2010 ⁽²⁾	06/01/2019	Common Stock	
Nonemployee Director Stock Option (right to buy)	\$ 22.15							12/10/2011 ⁽²⁾	12/10/2019	Common Stock	
Non-Employee Director Stock Option (right to buy)	\$ 31.19							06/01/2011 ⁽²⁾	06/01/2020	Common Stock	
Non-Employee Director Stock Option (right to buy)	\$ 32.92							12/14/2011 ⁽²⁾	12/14/2020	Common Stock	
Non-Employee Director Stock	\$ 37.76	06/01/2011		A	1,000			06/01/2012 ⁽²⁾	06/01/2021	Common Stock	

Option (right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GRASSLE JENELE C 2300 MEETING PLACE WAYZATA, MN 55391	X

Signatures

/s/ Jenele C.
Grassle

06/01/2011

__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) 20% per year for five years.
- (2) 25% per year for four years.

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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