

HELEN SUZANNE L
Form 4
December 17, 2012

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 *
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)

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

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)

Possible member of group

C/O MOHAWK INDUSTRIES INC, 2001 ANTIOCH ROAD

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

(Street)

DALTON, GA 30721

(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 Ownership (Instr. 4)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock	12/14/2012		S	18,500	D	\$ 81,5777 <u>(1)</u>	376,702	I	PAS Trust
Common Stock							141,646	I	By Family Limited Partnership <u>(2)</u> <u>(3)</u>
Common Stock							524,635	I	SLH Partners, LP <u>(4)</u>

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

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SEC 1474 (9-02)

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

Table with 10 columns: 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 (Instr. 5). Includes sub-columns for Date Exercisable and Expiration Date, and Title.

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address and Relationships. Entry for HELEN SUZANNE L, C/O MOHAWK INDUSTRIES INC, 2001 ANTIOCH ROAD, DALTON, GA 30721 with relationship 'Possible member of group'.

Signatures

/s/ Suzanne L. Helen, 12/17/2012. **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) The price shown is the weighted average price at which shares were sold in multiple sales transactions made pursuant to a single market order.
(2) 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.
(3) Reporting Person is one of three family members who are equal shareholders of Helm Management Corporation ("Helm"). Helm owns 1,646 shares of issuer common stock directly and has indirect beneficial ownership of 140,000 shares held by Cuddy Holdings, L.P.

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("Cuddy"), of which Helm is the general partner. Reporting Person disclaims beneficial ownership of the shares held by Helm and Cuddy to the extent that she does not have a pecuniary interest.

(4) Reporting Person controls SLH Partners, LP but disclaims interest 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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