FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO)VAL				
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

							. ,				<u> </u>									
		f Reporting Person*		2. Issuer Name and Ticker or Trading Symbol GENERAC HOLDINGS INC. [GNRC]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
MINICK RUSSELL S							GENERAL HOLDHAGS HAG. [GIMC]									Direc	ctor	10%	Owner	
		-											Office	er (give title w)	Othe belo	er (specify w)				
(Last)	(F		3. Date of Earliest Transaction (Month/Day/Year) 03/14/2014										Evo	cutivo Vice	President S	aloc				
C/O GEN	IERAC H	03/											LAC	cutive vice	r resident 3	aies				
S45 W 29290 HWY. 59																				
545 W 29290 FW 1, 59						4 If A way when your Date of Original Filed (Maryth ID 1977)									C Individual or Joint/Croup Filips (Charle Assets					
,					- 4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)																X Form filed by One Reporting Person				
WAUKE	WAUKESHA WI 53189														, , ,					
				.											Form filed by More than One Reporting Person					
(City)	10	'tata'	7in)													1 013	011			
(City)	(3	State) (Zip)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of S	Security (Ins	tr. 3)		2. Trans	action					3. 4. Securities Acquired (A)								6. Ownership	7. Nature	
		-		Date	Day/Vor	Execution Date, if any			Transaction Disposed Of (D) (Instr. 3			. 3, 4 a			ities	Form: Direct (D) or Indirect	of Indirect Beneficial			
(Month/Da						(Month/Day/Year)			Code (Instr. 5) 8)								(I) (Instr. 4)	Ownership		
											(A) or			Repor		ted action(s)		(Instr. 4)		
						Code	l۷	Amount		(A) or (D)	Price	•	(Instr. 3 and 4)							
Common	Stock, par	1/2014	/2014					332(1)		D \$58		.64	.64 49,967		D					
				<u> </u>								<u> </u>				<u> </u>				
		Ta									sed of,					vned				
			(e.g., p	uts, c	alls	, warr	ants,	option	s, c	onvertib	le s	securi	ties)						
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deeme Execution		4. Transa		n of E r. Derivative (6. Date Exercisab Expiration Date		e				Deri	ice of vative	9. Number o derivative	Ownership	11. Nature of Indirect	
Security (Instr. 3)	or Exercise Price of	(Month/Day/Year)	if any (Month/Da	,,,/Voor)	Code (Instr.			(Month/D	ay/Ye	ear)	Securities Underlying			Secu (Inst		Securities Beneficially	Form: Direct (D)	Beneficial Ownership	
(instr. 3)	Derivative		(Month/Da	8)	8)		Securities Acquired		Underly Derivat						1. 5)	Owned	or Indirect			
	Security				(A) or					Security (Instr.					3		Following	(I) (Instr. 4		
					Disposed of (D)			and 4)							Reported Transaction	(s)				
					(Instr. 3, 4										(Instr. 4)	``				
								and 5)							4					
													ount				- 1			
												or Nu	mber							
						l	1		Date		Expiration		of					- 1		
				Code	V	(A)	(D)	Exercisa	ble	Date	Title	e Sha	ares	1			- 1			

Explanation of Responses:

1. Shares withheld to fund tax liability associated with vesting of restricted shares.

Remarks:

/s/York Ragen, Attorney-in-Fact for Russell S. Minick

03/17/2014

** Signature of Reporting Person

Date

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

- * 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).

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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