FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D	.C. 20549
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OMB APPROVAL										
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Section 30(n) of the Investment Company Act of 1940	
1. Name and Addre	1 0	erson*	2. Issuer Name and Ticker or Trading Symbol GENERAC HOLDINGS INC. [ GNRC ]	Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner
(Last) S45 W29290 H C/O GENERAC		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/22/2020	X Officer (give title Other (specify below)  EVP, GC, Corp. Secretary
(Street) WAUKESHA (City)	WI (State)	53189 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)     X 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) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 are North Code (Instr. 8)				(A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
			Code V Amount (A) or (D) Price		Price	Transaction(s) (Instr. 3 and 4)		(IIISu. 4)				
Common Stock	06/22/2020		M		1,363	A	\$33.23	17,226	D			
Common Stock	06/22/2020		M		1,189	A	\$40.12	18,415	D			
Common Stock	06/22/2020		M		1,172	A	\$43.88	19,587	D			
Common Stock	06/22/2020		M		1,132	A	\$52.065	20,719	D			
Common Stock	06/22/2020		S		6,412(1)	D	\$115	14,307	D			
Common Stock	06/23/2020		M		1,363	A	\$33.23	15,670	D			
Common Stock	06/23/2020		M		1,188	A	\$40.12	16,858	D			
Common Stock	06/23/2020		M		1,172	A	\$43.88	18,030	D			
Common Stock	06/23/2020		M		1,131	A	\$52.065	19,161	D			
Common Stock	06/23/2020		S		6,405(1)	D	\$120	12,756	D			

## 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. Transa Code ( 8)		of Deri Seci Acq (A) ( Disp of (E	osed )) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)  (Month/Day/Year)  7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		f g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$33.23	06/22/2020		М			1,363	(2)	02/18/2026	Common Stock	1,363	\$0	1,363	D	
Stock Option (Right to Buy)	\$40.12	06/22/2020		М			1,189	(2)	03/01/2027	Common Stock	1,189	\$0	3,565	D	
Stock Option (Right to Buy)	\$43.88	06/22/2020		М			1,172	(2)	03/01/2028	Common Stock	1,172	\$0	5,861	D	
Stock Option (Right to Buy)	\$52.065	06/22/2020		М			1,132	(2)	03/01/2029	Common Stock	1,132	\$0	7,922	D	
Stock Option (Right to Buy)	\$33.23	06/23/2020		М			1,363	(2)	02/18/2026	Common Stock	1,363	\$0	0	D	
Stock Option (Right to Buy)	\$40.12	06/23/2020		М			1,188	(2)	03/01/2027	Common Stock	1,189	\$0	2,377	D	

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. Transa Code ( 8)		of Deri Sec Acq (A) ( Disp of (I	oosed D) tr. 3, 4	6. Date Exerc Expiration Da (Month/Day/\)	ate	d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$43.88	06/23/2020		M			1,172	(2)	03/01/2028	Common Stock	1,172	\$0	4,689	D	
Stock Option (Right to Buy)	\$52.065	06/23/2020		М			1,131	(2)	03/01/2029	Common Stock	1,132	\$0	6,791	D	

## **Explanation of Responses:**

- 1. The options were exercised and the shares were sold pursuant to the terms of a trading plan under Rule 10b5-1 previously entered into on May 19, 2020.
- 2. Options vested/shall vest in equal installments on each of the first four (4) anniversaries of the Date of Grant.

<u>/s/ Raj Kanuru</u> <u>06/24/2020</u>

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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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