Varnadore B Wayne Form 4 December 10, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

Number:

3235-0287

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Last)

per share

(Print or Type Responses)

1. Name and Address of Reporting Person \* Varnadore B Wayne

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

PGT, Inc. [PGTI]

Issuer

(Check all applicable)

C/O PGT, INC., 1070

(Middle) 3. Date of Earliest Transaction

(Month/Day/Year) 12/06/2007

Director 10% Owner \_X\_\_ Officer (give title \_ Other (specify

5. Relationship of Reporting Person(s) to

below) VP, IT & Supply Chain

**TECHNOLOGY DRIVE** 

4. If Amendment, Date 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

NORTH VENICE, FL 34275

(City)	(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 or(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Commom Stock, par value \$0.01 per share	12/06/2007		P	450	A	\$ 5.25	474,250	I	By B.W. Varnadore Partnership Ltd. (1)
Commom Stock, par value \$0.01 per share	12/07/2007		P	381	A	\$ 5.5	474,631	I	By B.W. Varnadore Partnership Ltd. (1)
Commom Stock, par value \$0.01							100,000	D	

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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)

9. Nu Deriv Secur Bene Own Follo Repo Trans

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

<ol> <li>Title of</li> </ol>	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities	1		(Instr.	3 and 4)		(
	Security				Acquired						]
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration Date	Title Nur	Number		
						Exercisable			of		
				Code V	(A) (D)				Shares		
				Code v	(A) $(D)$				Shares		

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Varnadore B Wayne C/O PGT, INC. 1070 TECHNOLOGY DRIVE NORTH VENICE, FL 34275

VP, IT & Supply Chain

#### **Signatures**

/s/ B. Wayne Varnadore 12/10/2007

\*\*Signature of Reporting 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).

B.W. Varnadore Partnership, Ltd. is the direct beneficial owner of 474,631 shares of common stock, par value \$0.01 per share, of PGT, Inc. B. Wayne Varnadore may be deemed to be the indirect beneficial owner of such shares by virtue of his position as sole manager of B.W. Varnadore, LLC, which is the general partner of B.W. Varnadore Partnership, Ltd. Mr. Varnadore has a pecuniary interest in only a portion of the shares set forth herein. B.W. Varnadore, LLC, disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that such reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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