

KOLB DAVID L
Form 4
August 28, 2009

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 *
KOLB DAVID 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)
08/27/2009

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

160 SOUTH INDUSTRIAL BLVD., P.O. BOX 12069

(Street)

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

CALHOUN, GA 30703

(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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock | 08/27/2009 | | X/K ⁽¹⁾ | A | \$ 49.27 | 402,740 | D |
| Common Stock | 08/28/2009 | | P/K ⁽¹⁾ | D | \$ 69.84 | 302,740 | D |
| Common Stock | | | | | | 1,750 | I Kolb Foundation |
| Common Stock | | | | | | 369 | I Kolb Holdings, LP |
| | | | | | | 4,820 | I |

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| | | | | | | | |
|-----------------|--|--|--|-----|---|--|--------------------------|
| Common Stock | | | | | | | Minor Children |
| Common Stock | | | | 721 | I | | by Managed Account |

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)

| 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 Underlying (Instr. 3 and 4) | |
|---|--|---|---|--------------------------------------|---|--|---|-----------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Call Option (obligation to sell) | \$ 118.7891 | 08/27/2009 | | E/K ⁽¹⁾ | 100,000 | 08/27/2009 | 08/27/2009 | Common Stock |
| Put Option (right to sell) | \$ 69.84 | 08/27/2009 | | X/K ⁽¹⁾ | 100,000 | 08/27/2009 | 08/27/2009 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 23.3281 | | | | | ⁽²⁾ | 01/01/2011 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 38.7275 | | | | | ⁽²⁾ | 01/01/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 57.155 | | | | | ⁽²⁾ | 01/01/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 61.3325 | | | | | ⁽²⁾ | 01/01/2014 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 75.095 | | | | | 01/01/2008 ⁽²⁾ | 01/01/2017 | Common Stock |
| Non-Qualified Stock Option | \$ 81.4 | | | | | 01/01/2006 ⁽²⁾ | 01/01/2015 | Common Stock |

(right to buy)

Non-Qualified

Stock Option \$ 83.1175

(right to buy)

01/01/2007⁽²⁾ 01/01/2016

Common
Stock

Phantom Stock \$ 0

(3)

(4)

Common
Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KOLB DAVID L 160 SOUTH INDUSTRIAL BLVD. P.O. BOX 12069 CALHOUN, GA 30703 | X | | | |

Signatures

DAVID L.
KOLB

08/28/2009

**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).

- In connection with the settlement of a put option entered into on August 27, 2007, as part of a zero-cost collar arrangement, the reporting
- (1) person received, for each share of stock subject to the option, a cash amount equal to the excess of the exercise price of \$69.84 over the market price of \$49.27 per share. On the same date, the related call option expired unexercised.
 - (2) SHARES ARE EXERCISABLE ONE YEAR AFTER DATE OF GRANT AT 20% PER YEAR.
 - (3) To be paid in cash or stock upon termination as a director.
 - (4) To be paid in cash or stock upon termination as a director.

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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