

PGT, Inc.
Form 4
May 14, 2007

FORM 4

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

OMB APPROVAL

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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 *
Gavit Linda

(Last) (First) (Middle)
C/O PGT, INC., 1070
TECHNOLOGY DRIVE
(Street)

NORTH VENICE, FL 34275

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PGT, Inc. [PGTI]

3. Date of Earliest Transaction
(Month/Day/Year)
05/10/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Human Resources

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)	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)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.01 per share	05/10/2007		M		5,296	A	\$ 8.64
Common Stock, par value \$0.01 per share	05/10/2007		M		43,696	A	\$ 8.64
Common Stock, par value \$0.01 per share	05/10/2007		S		500	D	\$ 11.27
							482,405
							526,101
							525,601

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Common Stock, par value \$0.01 per share	05/10/2007	S	700	D	\$ 11.22	524,901	D
Common Stock, par value \$0.01 per share	05/10/2007	S	100	D	\$ 11.2	524,801	D
Common Stock, par value \$0.01 per share	05/10/2007	S	515	D	\$ 11.19	524,286	D
Common Stock, par value \$0.01 per share	05/10/2007	S	685	D	\$ 11.18	523,601	D
Common Stock, par value \$0.01 per share	05/10/2007	S	600	D	\$ 11.16	523,001	D
Common Stock, par value \$0.01 per share	05/10/2007	S	69	D	\$ 11.11	522,932	D
Common Stock, par value \$0.01 per share	05/10/2007	S	431	D	\$ 11.1	522,501	D
Common Stock, par value \$0.01 per share	05/10/2007	S	100	D	\$ 11.09	522,401	D
Common Stock, par value \$0.01 per share	05/10/2007	S	900	D	\$ 11.07	521,501	D
Common Stock, par value \$0.01 per share	05/10/2007	S	4,792	D	\$ 11.06	516,709	D
Common Stock, par value \$0.01 per share	05/10/2007	S	700	D	\$ 11.05	516,009	D
	05/10/2007	S	800	D		515,209	D

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Common Stock, par value \$0.01 per share					\$ 11.04		
Common Stock, par value \$0.01 per share	05/10/2007	S	1,800	D	\$ 11.03	513,409	D
Common Stock, par value \$0.01 per share	05/10/2007	S	1,847	D	\$ 11.02	511,562	D
Common Stock, par value \$0.01 per share	05/10/2007	S	5,373	D	\$ 11.01	506,189	D
Common Stock, par value \$0.01 per share	05/10/2007	S	42,080	D	\$ 11	464,109	D

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

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(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 Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Common Stock Option	\$ 8.64	05/10/2007		M	5,296	<u>(1)</u>	07/06/2015	Common Stock par value \$0.01 per share	26,483
Common Stock	\$ 8.64	05/10/2007		M	43,696	<u>(2)</u>	01/29/2014	Common Stock par	72,828

Option

value
\$0.01 per
share

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gavit Linda C/O PGT, INC. 1070 TECHNOLOGY DRIVE NORTH VENICE, FL 34275			VP, Human Resources	

Signatures

/s/ Linda Gavit 05/14/2007

__Signature of Date
Reporting Person

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) 20% presently exercisable; 20% will become exercisable on each of July 6, 2007, July 6, 2008, July 6, 2009, and July 6, 2010. The option is also subject to accelerated vesting, should the Company meet certain financial targets.
- (2) 60% is presently exercisable and 20% will become exercisable on each of January 29, 2008 and January 29, 2009. The option is also subject to accelerated vesting, should the Company meet certain financial targets.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.