

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0362
 Estimated average burden
 hours per response: 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Form 3 Holdings Reported.

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

Form 4 Transactions Reported.

| | | |
|--|--|---|
| 1. Name and Address of Reporting Person * <u>Hodgson Curtis Drew</u> (Last) (First) (Middle) 1600 AIRPORT FREEWAY, #100 (Street) BEDFORD TX 76022 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Legacy Housing Corp [LEGH]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Chairman of the Board</u> |
| | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2019 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|------------|--------|--|--|---|
| | | | | Amount | (A) or (D) | Price | | | |
| Common Stock, par value \$0.001 per share ("Common Stock") | 12/30/2019 | | G | 350,000 | D | \$0.00 | 2,340,734 | D | |
| Common Stock | | | | | | | 1,000,000 | I | By Hodgson Ventures ⁽¹⁾ |
| Common Stock | | | | | | | 3,210,000 | I | By Hodgson 2015 Grandchild's Trust ⁽²⁾ |
| Common Stock | | | | | | | 100,000 | I | By Cusach, Inc. ⁽³⁾ |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 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) |
|--|--|--------------------------------------|--|--------------------------------|--|-----|--|-----------------|---|--|--|---|--|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | | | | |

Explanation of Responses:

- Shares of Common Stock owned directly by Hodgson Ventures, a Texas limited partnership ("Hodgson Ventures"). Mr. Hodgson, as the general partner of Hodgson Ventures, may be deemed to beneficially own the shares of Common Stock owned directly by Hodgson Ventures.
- Shares of Common Stock owned directly by Hodgson 2015 Grandchild's Trust (the "Hodgson Trust"). Mr. Hodgson shares voting and investment power with respect to such shares and therefore may be deemed to beneficially own the shares of Common Stock owned directly by the Hodgson Trust.
- Shares of Common Stock owned directly by Cusach, Inc. ("Cusach"). Mr. Hodgson controls Cusach and therefore may be deemed to beneficially own the shares of Common Stock owned directly by Cusach.

/s/ Curtis D. Hodgson 02/07/2020

** 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.

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 Number.