| SEC Fo | orm 4 |
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| | FORM |

Instruction 1(b)

1

FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See

Check this box if no longer subject to

Check this box to indicate that a transaction was made pursuant to a

contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | |
|--------------|-----------|--|--|--|--|--|--|
| MB Number: | 3235-0287 | | | | | | |

O Estimated average burden hours per response: 0.5

| Filed pursuant to Section 16(a) of the Securities Exchange Act of 193 | 34 |
|---|----|
| or Section 30(h) of the Investment Company Act of 1940 | |

| | isfy the affirmative ions of Rule 10b5- uction 10. | | | |
|---|--|-------------------|---|---|
| 1. Name and Add Hodgson Cu (Last) | ress of Reporting Per a <u>rtis Drew</u> (First) | rson* (Middle) | 2. Issuer Name and Ticker or Trading Symbol <u>Legacy Housing Corp</u> [LEGH] 3. Date of Earliest Transaction (Month/Day/Year) 09/17/2024 | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director Officer (give title below) Director Other (specify below) |
| 1600 AIRPOR | T FREEWAY, #10 | 00 | | Chairman of the Board |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| BEDFORD | TX | 76022 | | Form filed by One Reporting Person |
| (City) | (State) | (Zip) | | 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 Disposed Of 5) | | | 5. Amount of Securities Beneficially Owned Following | | 7. Nature of Indirect Beneficial Ownership | |
|--|---|--|---|---|------------------------------------|---------------|---------|---|------------|--|--|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | (Instr. 4) | (Instr. 4) | |
| Common Stock, par value \$0.001 per share ("Common Stock") | 09/17/2024 | | S | | 5,858(1) | D | \$27.95 | 647,841 | D | | |
| Common Stock | | | | | | | | 1,000,000 | Ι | By Hodgson Ventures ⁽²⁾ | |
| Common Stock | | | | | | | | 2,669,056 | Ι | By Hodgson 2015 Grandchild's Trust ⁽³⁾ | |
| Common Stock | | | - | | | | | 100,000 | Ι | By Cusach, Inc. ⁽⁴⁾ | |

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 Deriv Secu Acqu (A) of Dispo of (D) | erivative (Month/Day/Year) ccurities quired) or sposed (D) str. 3, 4 | | 7. Titl Amou Secur Under Deriv Secur 3 and | int of rities rlying ative rity (Instr. | 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 | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |

Explanation of Responses:

1. Shares were sold pursuant to the 10b5-1 Plan dated May 15, 2024. The price reported represents the weighted average price of shares sold.

2. 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.

3. Shares of Common Stock owned directly by Hodgson 2015 Grandchild's Trust ("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.

4. 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

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney. Submitted by Max M. Africk on behalf of Curtis D. Hodgson pursuant to the October 23, 2023 Power of Attorney.

/s/ Max M. Africk, by Power 09/18/2024 of Attorney ** 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.

LEGACY HOUSING CORPORATION LIMITED POWER OF ATTORNEY SECURITIES LAW COMPLIANCE

Know all by these presents, that the undersigned, as a Section 16 reporting person of Legacy Housing Corporation (the "Company"), hereby constitutes and appoints Max M. Africk his true and lawful attorney-in-fact to:

- 1. execute for and on behalf of the undersigned Schedules 13D and 13G, Form ID, and Forms 3, 4 and 5 in accordance with Sections 13 and 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act") and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Schedules 13D or 13G, Form ID application for EDGAR codes, and Forms 3, 4 or 5, and the timely filing of such forms with the U.S. Securities and Exchange Commission and any other authority; and
- 3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, including, without limitation, the execution and filing of a Form 4 with respect to a transaction which may be reported on a Form 5, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully and to, all intents and purposes as he might or could do in person, with full power of substitution and re-substitution, hereby ratifying and confirming all that such attorney-in-fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Sections 13 and 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any Schedules 13D and 13G and Forms 3, 4 and 5 in accordance with Sections 13 and 16(a) of the Exchange Act and the rules thereunder with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 23rd day of October 2023.

/s/ Curtis D. Hodgson Curtis D. Hodgson