

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person* <u>Olin John A</u>			2. Issuer Name and Ticker or Trading Symbol <u>HARLEY-DAVIDSON, INC. [ HOG ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <b>SVP &amp; CFO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/13/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>HARLEY-DAVIDSON, INC. 3700 WEST JUNEAU AVENUE</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
<u>MILWAUKEE WI 53208</u>								
(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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/13/2020		P		13,500	A	\$19.0203 <sup>(1)</sup>	82,557	D	
Common Stock								947.8999	I	By 401(k)

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Stock Units	\$0.0000							(2)	(2)	Common Stock	48,341	48,341	D	
Stock Option (right to buy) <sup>(3)</sup>	\$41.33							02/09/2012 <sup>(4)</sup>	02/09/2021	Common Stock	13,059	13,059	D	
Stock Option (right to buy) <sup>(3)</sup>	\$45.32							02/06/2013 <sup>(4)</sup>	02/06/2022	Common Stock	20,194	20,194	D	
Stock Option (right to buy) <sup>(3)</sup>	\$51.78							02/04/2014 <sup>(4)</sup>	02/04/2023	Common Stock	22,825	22,825	D	
Stock Option (right to buy) <sup>(5)</sup>	\$62.33							02/04/2015 <sup>(4)</sup>	02/04/2024	Common Stock	22,726	22,726	D	
Stock Option (right to buy) <sup>(5)</sup>	\$63.49							02/03/2016 <sup>(4)</sup>	02/03/2025	Common Stock	25,453	25,453	D	

**Explanation of Responses:**

- The reported price in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$18.98 to \$19.03 per share. The Reporting Person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
- Each restricted stock unit represents a contingent right to receive one share of stock. Units vest on the first three anniversaries of grant date. Units are subject to forfeiture until vested.
- Granted pursuant to the Harley-Davidson, Inc. 2009 Incentive Stock Plan
- All options are currently exercisable.
- Granted pursuant to the Harley-Davidson, Inc. 2014 Incentive Stock Plan.

/s/ Paul J. Krause, as Power of Attorney 05/15/2020

\*\* 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.**