

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

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 _____ Officer (give title below) <u>X</u> Other (specify below) _____ <b>Former SVP &amp; CFO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>11/09/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <u>X</u> Form filed by One Reporting Person Form filed by More than One Reporting Person		
7700 N. CLUB CIRCLE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>FOX POINT WI 53217</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	11/09/2020		s <sup>(1)</sup>		13,500	D	\$36.34	78,502	D	
Common Stock	11/09/2020		s <sup>(1)</sup>		2,901	D	\$33.5106 <sup>(2)</sup>	75,601	D	
Common Stock	11/09/2020		s <sup>(1)</sup>		63,476	D	\$33.9912 <sup>(3)</sup>	12,125	D	
Common Stock	11/09/2020		s <sup>(1)</sup>		12,125	D	\$34.9373 <sup>(4)</sup>	0	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					
Stock Option (right to buy) <sup>(5)</sup>	\$41.33							02/09/2012 <sup>(6)</sup>	02/09/2021	Common Stock	13,059	13,059	D	
Stock Option (right to buy) <sup>(5)</sup>	\$45.32							02/06/2013 <sup>(6)</sup>	02/06/2022	Common Stock	20,194	20,194	D	
Stock Option (right to buy) <sup>(5)</sup>	\$51.78							02/04/2014 <sup>(6)</sup>	02/04/2023	Common Stock	22,825	22,825	D	
Stock Option (right to buy) <sup>(7)</sup>	\$62.33							02/04/2015 <sup>(6)</sup>	07/09/2023	Common Stock	22,726	22,726	D	
Stock Option (right to buy) <sup>(7)</sup>	\$63.49							02/03/2016 <sup>(6)</sup>	07/09/2023	Common Stock	25,453	25,453	D	

**Explanation of Responses:**

- The Reporting Person's sale of the issuer's Common Stock reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934, to the extent of 13,500 shares, with the Reporting Person's May 13, 2020 purchase of 13,500 shares of the issuer's Common Stock at an average weighted price of \$19.0203 per share. However, the Reporting Person previously disgorged to the issuer profits on the May 13, 2020 purchase of 13,500 shares of the issuer's Common Stock that were matchable to a sale of the issuer's Common Stock that occurred on November 26, 2019 at prices ranging from \$37.04 to \$37.185. Because the transactions reported herein occurred at prices lower than \$37.04, these transactions did not generate any additional profits subject to disgorgement to the issuer.
- The reported price in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.46 to \$33.57 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 sold at each separate price within the range set forth in the footnote.
- The reported price in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from per \$33.58 to \$34.57 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 sold at each separate price within the range set forth in the footnote.
- The reported price in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.58 to \$35.57 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 sold at each separate price within the range set forth in the footnote.
- Granted pursuant to the Harley-Davidson, Inc. 2009 Incentive Stock Plan

6. All options are currently exercisable

7. Granted pursuant to the Harley-Davidson, Inc. 2014 Incentive Stock Plan

/s/ John A. Olin

11/11/2020

\*\* 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.**