

MONARCH CASINO & RESORT INC  
 Form 4  
 June 21, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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

**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 \*  
 Rowan Ronald

2. Issuer Name and Ticker or Trading Symbol  
 MONARCH CASINO & RESORT INC [MCRI]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 3800 S. VIRGINIA STREET, EXECUTIVE OFFICES  
 (Street)  
 RENO, NV 89502  
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
 06/19/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 CFO

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 10,663  | D  |                                   |

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 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 Security (Instr. 3 and 4) | Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      | Amount or Number of Shares |
| Option/right to buy                        | \$ 16.95   | 06/19/2013                           |  | A                              | 33,333  | 06/19/2016   | 06/19/2023  | Common Stock               | 33,333                     |
| Option/right to buy                        | \$ 8.78  |                                      |  |                                |   | 06/19/2015   | 06/19/2022  | Common Stock               | 33,333                     |
| Option/right to buy                        | \$ 9.56  |                                      |  |                                |   | 06/17/2014   | 06/17/2021  | Common Stock               | 33,333                     |
| Option/right to buy                        | \$ 11.15   |                                      |  |                                |   | <u>(1)</u>   | 06/21/2020  | Common Stock               | 76,000                     |
| Option/right to buy                        | \$ 11.15   |                                      |  |                                |   | 06/19/2013   | 06/19/2020  | Common Stock               | 33,333                     |
| Option/right to buy                        | \$ 7.28  |                                      |  |                                |   | 06/19/2012   | 06/19/2019  | Common Stock               | 33,333                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Rowan Ronald<br>3800 S. VIRGINIA STREET<br>EXECUTIVE OFFICES<br>RENO, NV 89502 |               |           | CFO     |       |

## Signatures

Ronald Rowan                      06/21/2013  
 \*\*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) On June 21, 2010, the Company granted to Mr. Rowan an option to purchase 76,000 shares of common stock pursuant to its offer to certain employees, subject to specified conditions, to exchange some or all of their outstanding stock options (the "Exchange Offer") on the terms and conditions set forth in the Offer to Exchange Specified Stock Options for New Stock Options, dated May 21, 2010 filed as Exhibit (a)(1)(A) to the Schedule TO filed on that same date. Subject to the Exchange Offer, Mr. Rowan tendered 100,000 stock options in exchange for the 76,000 stock options grant described above. The grant vests as follows: 16,888 vest on June 21, 2011; 42,223 vest on June 21, 2012 and 16,889 vest on June 21, 2013.

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