

Leimkuhler William F.
Form 4
December 13, 2017

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Leimkuhler William F.

2. Issuer Name **and** Ticker or Trading
Symbol
ARGAN INC [AGX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

43 SALEM STRAITS RD.

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2017

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

DARIEN, CT 06820

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(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)
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Common
Stock

12/12/2017

Code V Amount (A) or (D) Price
M 5,000 (1) A \$ 17.33

20,000

D

Common
Stock

1,000

I

By Elizabeth
K.
Leimkuhler
Trust Under
Agreement
dated
August 30,
2005

Common
Stock

1,000

I

By Emily K.
Leimkuhler

Trust Under
Agreement
dated
August 30,
2005

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)

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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option to purchase Common Stock	\$ 17.33	12/12/2017		M	5,000 (1)	12/20/2012 12/20/2021	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Leimkuhler William F. 43 SALEM STRAITS RD. DARIEN, CT 06820	X			

Signatures

/s/ William F.
Leimkuhler 12/13/2017

__Signature of Reporting Person Date

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 December 12, 2017, the Reporting Person exercised his stock option to purchase 5,000 shares of the Issuer's common stock at a price of \$17.33 per share

The total number of stock options owned by the Reporting Person includes options to acquire (i) 10,000 shares of Common Stock at an Exercise Price of \$18.87 per share with Date Exercisable of 12/18/2013 and Expiration Date of 12/18/2022; (ii) 10,000 shares of Common Stock at an Exercise Price of \$26.88 per share with Date Exercisable of 12/17/2014 and Expiration Date of 12/17/2023; (iii)

- (2) 10,000 shares of Common Stock at an Exercise Price of \$31.82 per share with Date Exercisable of 12/11/2015 and Expiration Date of 12/11/2024; (iv) 10,000 shares of Common Stock at an Exercise Price of \$30.44 per share with Date Exercisable of 1/7/2017 and Expiration Date of 1/7/2026; and (v) 10,000 shares of common stock at a price of \$71.75 per share with Date Exercisable of 1/5/2018 and Expiration Date of 1/5/2027.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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