

ARGAN INC

Form 4

September 20, 2016

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 *
BOSELTMANN RAINER H

(Last) (First) (Middle)

16715 THURSTON ROAD

(Street)

DICKERSON, MD 20842

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/16/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chairman of the Board and CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/16/2016		M	(A) or (D) Amount (1) 10,000	\$ 13.64 322,901	D	
Common Stock	09/16/2016		M	(A) or (D) Amount (2) 10,000	\$ 8.97 332,901	D	
Common Stock	09/16/2016		M	(A) or (D) Amount (3) 10,000	\$ 16.47 342,901	D	
Common Stock	09/16/2016		S	(A) or (D) Amount (4) 30,000	\$ 54.4454 312,901 (5)	D	

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

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(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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option to purchase Common Stock	\$ 13.64	09/16/2016		M	10,000 (6)	04/06/2011	04/06/2020	Common Stock	10,000
Stock Option to purchase Common Stock	\$ 8.97	09/16/2016		M	10,000 (7)	04/05/2012	04/05/2021	Common Stock	10,000
Stock Option to purchase Common Stock	\$ 16.47	09/16/2016		M	10,000 (8)	04/02/2013	04/02/2022	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BOSSELMANN RAINER H 16715 THURSTON ROAD DICKERSON, MD 20842	X Chairman of the Board and CEO

Signatures

/s/ Rainer H.
Bosselman 09/20/2016

__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 September 16, 2016, the Reporting Person exercised his stock option received pursuant to an agreement dated April 6, 2010 to purchase 10,000 shares of the Issuer's common stock at a price of \$13.64 per share.
- (2) On September 16, 2016, the Reporting Person exercised his stock option received pursuant to an agreement dated April 5, 2011 to purchase 10,000 shares of the Issuer's common stock at a price of \$8.97 per share.
- (3) On September 16, 2016, the Reporting Person exercised his stock option received pursuant to an agreement dated April 2, 2012 to purchase 10,000 shares of the Issuer's common stock at a price of \$16.47 per share.
- (4) On September 16, 2016, the Reporting Person sold the 30,000 shares of the Issuer's common stock which were acquired pursuant the exercise of stock options on September 16, 2016 [see footnote 1, 2, and 3 above] on the open market at a price of \$54.4454 per share.
- (5) 2,241 shares are held by Rainer and Beverley Bosselmann, as joint tenants, and the remaining shares are held by Rainer Bosselmann.
- (6) On September 16, 2016, the Reporting Person exercised his stock option to purchase 10,000 shares of the Issuer's common stock at a price of \$13.64 per share [see footnote 1 above].
- (7) On September 16, 2016, the Reporting Person exercised his stock option to purchase 10,000 shares of the Issuer's common stock at a price of \$8.97 per share [see footnote 2 above].
- (8) On September 16, 2016, the Reporting Person exercised his stock option to purchase 10,000 shares of the Issuer's common stock at a price of \$16.47 per share [see footnote 3 above].

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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