

ARGAN INC  
Form 4  
January 05, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
Griffin William F Jr

(Last) (First) (Middle)

C/O GEMMA POWER SYSTEMS, LLC., 769 HEBRON AVENUE

(Street)

GLASTONBURY, CT 06033

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
12/27/2016

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)  
VC/CEO of Gemma Power Systems

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) |   |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|---|
|                                 |                                      |  | Code                           | V   | Amount  |  |   |   |   |
|                                 |                                      |  |                                |   | (A) or (D)  |  |   |   |   |
|                                 |                                      |  |                                |   | Price   |  |   |   |   |
| Common Stock                    | 12/27/2016                           |  | S                              |   | 3,200<br>(1)  | D  | \$ 73.18 344,720                                      | I | By William F. Griffin, Jr. Revocable Trust DTD 12/09/04 |
| Common Stock                    | 01/04/2017                           |  | S                              |   | 13,570<br>(2)   | D  | \$ 73.0583 331,150                                    | I | By William F. Griffin, Jr. Revocable Trust DTD 12/09/04 |

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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. Pr Deri Secu (Inst |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                 | Amount or Number of Shares |
| Stock Option to purchase Common Stock      | \$ 18.87   |                                      |  |                                |   | 12/18/2013   | 12/18/2022  | Common Stock          | 10,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                               |       |
|---|---------------|-----------|-------------------------------|-------|
|   | Director      | 10% Owner | Officer                       | Other |
| Griffin William F Jr<br>C/O GEMMA POWER SYSTEMS, LLC,<br>769 HEBRON AVENUE<br>GLASTONBURY, CT 06033 | X             |           | VC/CEO of Gemma Power Systems |       |

## Signatures

/s/ William F. Griffin, Jr. 01/05/2017

\*\*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 27, 2016, 3,200 shares of the Issuer's common stock were sold by William F. Griffin, Jr. Revocable Trust DTD 12/09/04 (the "Revocable Trust") on the open market at the average price of \$73.18 per share. Pursuant to the transaction, the amount of shares of

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the Issuer's common stock owned by the Revocable Trust decreased from 347,920 shares to 344,720 shares.

- (2) On January 4, 2017, 13,570 shares of the Issuer's common stock were sold by the Revocable Trust on the open market at the average price of \$73.0583 per share. Pursuant to the transaction, the amount of shares of the Issuer's common stock owned by the Revocable Trust decreased from 344,720 shares to 331,150 shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.