

ARGAN INC  
Form 4  
April 20, 2017

# FORM 4

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

OMB APPROVAL

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## 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 \*  
QUINN JAMES W

(Last) (First) (Middle)

C/O ALLEN & COMPANY  
LLC., 711 FIFTH AVENUE

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/19/2017

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)

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 or Price   |  |                                   |
| Common Stock                    | 04/19/2017                           |  | S                              |   | 3,174<br>(1)  | D  | \$ 66.0047 56,396                 |
| Common Stock                    | 04/20/2017                           |  | S                              |   | 6,826<br>(2)  | D  | \$ 66.2408 49,570                 |

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

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(9-02)

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**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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option to purchase Common Stock      | \$ 0 <sup>(3)</sup>                                    |                                      |  |                                |   | 12/18/2013 <sup>(3)</sup> 01/05/2027 <sup>(3)</sup>      | Common Stock  | 50,000 <sup>(3)</sup>      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| QUINN JAMES W<br>C/O ALLEN & COMPANY LLC,<br>711 FIFTH AVENUE<br>NEW YORK, NY 10022 | X             |           |         |       |

## Signatures

/s/ James W. Quinn 04/20/2017

\*\*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 April 19, 2017, the Reporting Person sold 3,174 shares of the Issuer's common stock on the open market at an average price of \$66.0047 per share.
- (2) On April 20, 2017, the Reporting Person sold 6,826 shares of the Issuer's common stock on the open market at an average price of \$66.2408 per share.
- (3) As of the date of this filing, the total number of options owned by the Reporting Person includes (a) options to acquire 10,000 shares of common stock at a price of \$18.87 per share with Date Exercisable of 12/18/2013 and Expiration Date of 12/18/2022; (b) options to acquire 10,000 shares of common stock at a price of \$ 26.88 with Date Exercisable of 12/17/2014 and Expiration Date of 12/17/2023; (c) options to acquire 10,000 shares of common stock at a price of \$31.82 per share with Date Exercisable of 12/11/2015 and Expiration Date of 12/11/2024; (d) options to acquire 10,000 shares of common stock at a price of \$30.44 per share with Date Exercisable of 1/7/2017 and

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Expiration Date of 1/7/2026; and (e) options to acquire 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.

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