

ARGAN INC
Form 4
October 31, 2016

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 *
Leimkuhler William F.

(Last) (First) (Middle)
43 SALEM STRAITS RD.
(Street)
DARIEN, CT 06820
(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/31/2016

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)

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 | 10/31/2016 | | S | (A) or (D) 5,000 (1) D | \$ 56.53 15,000 | D | By Elizabeth K. Leimkuhler Trust Under Agreement dated August 30, 2005 |
| Common Stock | | | | | 1,000 | I | By Emily K. Leimkuhler |

Signatures

/s/ William F.
Leimkuhler

10/31/2016

__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 October 31, 2016, the Reporting Person sold a total of 5,000 shares of the Issuer's common stock on the open market at an average price of \$56.53 per share.

(2) The total number of stock options owned by the Reporting Person includes options to acquire 45,000 shares of the Issuer's Common Stock with Exercise Prices ranging from \$17.33 to \$31.82 with Dates Exercisable ranging from December 20, 2012 to January 7, 2017 and Expiration Dates ranging from December 20, 2021 to January 7, 2026. (Please refer to the Form 4's filed by the Reporting Person on December 22, 2011, December 31, 2012, December 18, 2013, December 12, 2014 and January 8, 2016 for more information.)

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.