

FreightCar America, Inc.
Form 5
March 10, 2017

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB
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1. Name and Address of Reporting Person *
MALIEKEL JOSEPH J

(Last) (First) (Middle)

**TWO NORTH RIVERSIDE PLAZA
SUITE 1300**

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
FreightCar America, Inc. [RAIL]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2016

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)
VP, Corp Controller and PAO

6. Individual or Joint/Group Reporting

(check applicable line)

CHICAGO, IL 60606

(City) (State) (Zip)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount (A) or (D)	Price		
Common Stock	08/26/2015	Â	L5 ⁽¹⁾	4.639 A	\$ 19.4007	8,391.639 D	Â
Common Stock	11/25/2015	Â	L5 ⁽¹⁾	3.741 A	\$ 24.17	8,395.38 D	Â
Common Stock	02/24/2016	Â	L5 ⁽¹⁾	5.686 A	\$ 15.9603	8,401.066 D	Â
Common Stock	05/25/2016	Â	L5 ⁽¹⁾	6.311 A	\$ 14.4621	8,407.377 D	Â

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Common Stock	08/24/2016	Â	L5 ⁽¹⁾	6.134	A	\$ 14.9707	8,413.511	D	Â
Common Stock	11/23/2016	Â	L5 ⁽¹⁾	6.163	A	\$ 14.9911	8,419.674	D	Â

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)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 25.55	Â	Â	Â	Â Â Â ⁽²⁾	01/15/2024	Common Stock	9,825
Employee Stock Option (right to buy)	\$ 24.56	Â	Â	Â	Â Â Â ⁽³⁾	01/18/2023	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MALIEKEL JOSEPH J TWO NORTH RIVERSIDE PLAZA SUITE 1300 CHICAGO, IL 60606	Â	Â	Â VP, Corp Controller and PAO	Â

Signatures

/s/ Georgia L. Vlamis, as attorney
in fact

03/10/2017

__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) FreightCar America, Inc. dividends reinvested through open market purchase.
- (2) On January 15, 2014 the recipient was granted 9,825 options which are fully vested and currently exercisable.
- (3) On January 18, 2013 the recipient was granted 5,000 options which are fully vested and currently exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.