

Leimkuhler William F.
Form 4
December 13, 2017

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.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

43 SALEM STRAITS RD.

3. Date of Earliest Transaction (Month/Day/Year)
12/12/2017

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

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

DARIEN, CT 06820

(City) (State) (Zip)

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	12/12/2017		M		5,000 (1) \$ 17.33	D	By Elizabeth K. Leimkuhler Trust Under Agreement dated August 30, 2005
Common Stock					1,000	I	By Emily K. Leimkuhler
Common Stock					1,000	I	

Trust Under Agreement dated August 30, 2005

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. Amount or Number of Shares
Stock Option to purchase Common Stock	\$ 17.33	12/12/2017		M	5,000 <u>(1)</u>	12/20/2012 12/20/2021	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Leimkuhler William F. 43 SALEM STRAITS RD. DARIEN, CT 06820	X			

Signatures

/s/ William F. Leimkuhler 12/13/2017

__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 12, 2017, the Reporting Person exercised his stock option to purchase 5,000 shares of the Issuer's common stock at a price of \$17.33 per share

The total number of stock options owned by the Reporting Person includes options to acquire (i) 10,000 shares of Common Stock at an Exercise Price of \$18.87 per share with Date Exercisable of 12/18/2013 and Expiration Date of 12/18/2022; (ii) 10,000 shares of Common Stock at an Exercise Price of \$26.88 per share with Date Exercisable of 12/17/2014 and Expiration Date of 12/17/2023; (iii)

- (2) 10,000 shares of Common Stock at an Exercise Price of \$31.82 per share with Date Exercisable of 12/11/2015 and Expiration Date of 12/11/2024; (iv) 10,000 shares of Common Stock at an Exercise Price of \$30.44 per share with Date Exercisable of 1/7/2017 and Expiration Date of 1/7/2026; and (v) 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.

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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