

AMERICAN NATIONAL INSURANCE CO /TX/

Form 4

March 03, 2015

**FORM 4****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).

**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  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Moody Russell S.

2. Issuer Name **and** Ticker or Trading  
Symbol

AMERICAN NATIONAL  
INSURANCE CO /TX/ [ANAT]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

ONE MOODY PLAZA

(Street)

3. Date of Earliest Transaction

(Month/Day/Year)

03/01/2015

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

GALVESTON, TX 77550

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

(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 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock <sup>(1)</sup>	03/01/2015		M	V Amount (A) or (D) Price 750 A \$ 0	9,312	D	
Common Stock <sup>(1)</sup>	03/01/2015		D	750 D \$ 104.75	8,562	D	

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

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 Security (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(2)	03/01/2015		M	250	03/01/2013(3)	03/01/2015(3)	Common Stock	25
Restricted Stock Units	(2)	03/01/2015		M	250	03/01/2014(4)	03/01/2016(4)	Common Stock	25
Restricted Stock Units	(2)	03/01/2015		M	250	03/01/2015(5)	03/01/2017(5)	Common Stock	25
Restricted Stock Units	(2)	03/02/2015		A	750	03/01/2016(6)	03/01/2018(6)	Common Stock	75

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moody Russell S. ONE MOODY PLAZA GALVESTON, TX 77550			X	

## Signatures

Russell S. Moody, by J. Mark Flippin as Attorney-in-Fact 03/02/2015

\_\_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) This transaction represents the settlement of vested restricted stock units in cash based on the closing price of Issuer's common stock on February 27, 2015. For reporting purposes, such settlement is treated as a simultaneous acquisition and disposition of the underlying

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common stock.

- (2) Each restricted stock unit represents a contingent right to receive, upon vesting, one share of Issuer's common stock or, at the election of the reporting person, cash in an amount equal to the closing price of such stock on the date of vesting.
- (3) These restricted stock units vest in three equal annual installments, beginning March 1, 2013, or upon the reporting person's earlier retirement, death or disability.
- (4) These restricted stock units vest in three equal annual installments, beginning March 1, 2014, or upon the reporting person's earlier retirement, death or disability.
- (5) These restricted stock units vest in three equal annual installments, beginning March 1, 2015, or upon the reporting person's earlier retirement, death or disability.
- (6) These restricted stock units vest in three equal annual installments, beginning March 1, 2016, or upon the reporting person's earlier retirement, death or disability.

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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