

MCCONNELL MARC H  
Form 4  
February 07, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
MCCONNELL MARC H

2. Issuer Name and Ticker or Trading Symbol  
ARTS WAY MANUFACTURING CO INC [ARTW]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
P. O. BOX 6219  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/05/2018

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

KINSTON, NC 28501  
(City) (State) (Zip)

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

**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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| Common Stock                    | 02/05/2018                           |                                                    | A                              | V<br>Amount<br>12,000<br>(1)                                      | (A)<br>or<br>(D)<br>Price<br>\$ 0 45,000 (2)                                                  | D                                                        |                                   |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 5,000                                                                                         | I                                                        | By IRA #1                         |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 580                                                                                           | I                                                        | By IRA #2                         |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 4,250                                                                                         | I                                                        | By spouse                         |

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. Price of Underlying Security (Instr. 3 and 4) |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------------|----------------------------|
|                                            |                                                        |                                      |                                                    |                                |                                                                                         | Date Exercisable                                         | Expiration Date                                               | Title                                            | Amount or Number of Shares |
|                                            |                                                        |                                      |                                                    |                                |                                                                                         | Code                                                     | V                                                             | (A)                                              | (D)                        |
| Stock Option (Right to Buy)                | \$ 8.66                                                |                                      |                                                    |                                |                                                                                         | 04/28/2011 04/28/2021                                    |                                                               | Common Stock                                     | 2,000                      |
| Stock Option (Right to Buy)                | \$ 6.75                                                |                                      |                                                    |                                |                                                                                         | 04/26/2012 04/26/2022                                    |                                                               | Common Stock                                     | 2,000                      |
| Stock Option (Right to Buy)                | \$ 6.4                                                 |                                      |                                                    |                                |                                                                                         | 04/25/2013 04/25/2023                                    |                                                               | Common Stock                                     | 2,000                      |
| Stock Option (Right to Buy)                | \$ 6.15                                                |                                      |                                                    |                                |                                                                                         | 04/29/2014 04/29/2024                                    |                                                               | Common Stock                                     | 2,000                      |
| Stock Option (Right to Buy)                | \$ 4.7                                                 |                                      |                                                    |                                |                                                                                         | 04/22/2015 04/22/2025                                    |                                                               | Common Stock                                     | 2,000                      |

## Reporting Owners

Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

MCCONNELL MARC H  
P. O. BOX 6219  
KINSTON, NC 28501

X

## Signatures

/s/ Amanda Lorentz as attorney-in-fact for Marc H. McConnell pursuant to power of attorney  
previously filed.

02/07/2018

\_\_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) Represents 12,000 shares of restricted stock for which the risks of forfeiture lapse in 4,000 share increments annually beginning on February 5, 2019.

Includes (i) 3,000 shares of restricted stock for which the risks of forfeiture lapse on 1/29/19; (ii) 8,000 shares of restricted stock for (2) which the risks of forfeiture lapse in 4,000 share increments on each of 1/27/19 and 1/27/20; and (iii) 12,000 shares of restricted stock for which the risks of forfeiture lapse in 4,000 share increments on each of 2/5/19, 2/5/20 and 2/5/21.

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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