

MCCONNELL MARC H

Form 4

February 12, 2018

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

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(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)

3. Date of Earliest Transaction
(Month/Day/Year)
02/08/2018

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

P. O. BOX 6219

(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

KINSTON, NC 28501

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock					45,000 ⁽¹⁾	D	
Common Stock					5,000	I	By IRA #1
Common Stock					580	I	By IRA #2
Common Stock					4,250	I	By spouse
Common Stock	02/08/2018		P		5,000	A	\$ 2,4167 ⁽²⁾
					5,000	I	By Child #1

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Common Stock	02/08/2018	P	5,000	A	\$ 2.4167 (2)	5,000	I	By Child #2
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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. Pri Deriv Secur (Instr.
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
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.

02/12/2018

__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).

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 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.

The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$2.375 to \$2.4499 inclusive. The reporting person undertakes to provide Art's-Way Manufacturing, Inc., any security holder of Art's-Way Manufacturing, Inc. or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

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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