

RGC RESOURCES INC  
Form 4  
March 02, 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 \*  
AGEE NANCY H

2. Issuer Name and Ticker or Trading Symbol  
RGC RESOURCES INC [RGC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
PO BOX 13727  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/01/2017

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

ROANOKE, VA 24036

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 (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  | Price  |   |          |
| Common Stock                    | 03/01/2017                           |  | A <sup>(1)</sup>               | 84.821  | A \$ 18.6667  | 27,461.33 <sup>(2)</sup>                                 | I   | By Trust |
| Common Stock                    | 03/01/2017                           |  | P <sup>(3)</sup>               | 48.214  | A \$ 18.6667  | 27,509.544 <sup>(4)</sup>                                | I   | By Trust |

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)**

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| 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 Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

  

| Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------------------|-----------------|-------|----------------------------|
|------------------|-----------------|-------|----------------------------|

  

| Code | V | (A) | (D) |
|------|---|-----|-----|
|------|---|-----|-----|

## Reporting Owners

| Reporting Owner Name / Address                    | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| AGEE NANCY H<br>PO BOX 13727<br>ROANOKE, VA 24036 | X             |           |         |       |

## Signatures

Nancy H. Agee by Howard T. Lyon, POA dated 01/14/05 03/02/2017

\*\*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) Shares issued to reporting person pursuant to an election under the Restricted Stock Plan for Outside Directors of RGC Resources, Inc. Reporting person has 5,062 shares in her name and 18,618.296 shares in a revocable trust for which she serves as trustee. Includes 6,177.825 restricted shares and 1,687 unrestricted shares issued on March 1, 2017 due to a stock split effected in the form of a 50% stock dividend. Also includes 3,781.034 shares previously owned by her spouse, which have been transferred to a revocable trust for which the spouse serves as trustee. This trust also includes 1,260.345 shares issued on March 1, 2017 due to a stock split effected in the form of a 50% stock dividend.
  - (3) Purchases made with optional cash contributions pursuant to the RGC Resources, Inc. Dividend Reinvestment and Stock Purchase Plan by revocable trust for which spouse of reporting person serves as trustee.
  - (4) Reporting person has 5,062 shares in her name and 18,618.296 shares in a revocable trust for which she serves as trustee. Also includes 3,829,248 shares previously owned by her spouse, which have been transferred to a revocable trust for which the spouse serves as trustee.

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