

MITCHELL W G CHAMPION
 Form 4
 October 09, 2012

FORM 4

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

OMB APPROVAL

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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 *
 MITCHELL W G CHAMPION

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)
 3009 RIVER LANE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 10/05/2012

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

NEW BERN, NC 28562

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	(A) or (D)	Price
Common Stock	10/05/2012		S		112	D	\$ 17.9 19,888
Common Stock	10/05/2012		S		160	D	\$ 17.82 19,728
Common Stock	10/05/2012		S		200	D	\$ 17.81 19,528
Common Stock	10/05/2012		S		100	D	\$ 17.65 19,428
Common Stock	10/05/2012		S		100	D	\$ 17.63 19,328
	10/05/2012		S		100	D	19,228

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Common Stock					\$	17.611		
Common Stock	10/05/2012		S	300	D	\$ 17.61	18,928	D
Common Stock	10/05/2012		S	290	D	\$ 17.6	18,638	D
Common Stock	10/05/2012		S	100	D	\$ 17.59	18,538	D
Common Stock	10/05/2012		S	100	D	\$ 17.52	18,438	D
Common Stock	10/05/2012		S	900	D	\$ 17.51	17,538	D
Common Stock	10/05/2012		S	10,038	D	\$ 17.5	7,500	D

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

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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 or Number of Shares (Instr. 3 and 4)
Stock Option to purchase Common Stock	\$ 12.43					Date Exercisable: 12/17/2010 Expiration Date: 12/17/2019	Common Stock	5,000
Stock Option to purchase	\$ 17.33					Date Exercisable: 12/20/2012 Expiration Date: 12/20/2021	Common Stock	5,000

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MITCHELL W G CHAMPION 3009 RIVER LANE NEW BERN, NC 28562	X			

Signatures

/s/ W.G. Champion Mitchell	10/09/2012
<small>**Signature of Reporting Person</small>	<small>Date</small>

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).

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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