MARTIN GARY L Form 4

December 07, 2017

FORM 4

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

OMB 3235-0287 Number:

Expires:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, 2005 Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response... 0.5

OMB APPROVAL

1(b).

(Print or Type Responses)

12/06/2017

Stock

1. Name and Address of Reporting Person * MARTIN GARY L		Person * 2. Issue Symbol	r Name and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer		
			O GROUP INC [ALG]	(Check all applicable)		
(Last)	(First) (N	Middle) 3. Date of	f Earliest Transaction			
		(Month/E	Day/Year)	X Director 10% Owner		
1627 E WA	LNUT ST	12/06/2	2017	Officer (give title Other (specify below)		
	(Street)	4. If Ame	endment, Date Original	6. Individual or Joint/Group Filing(Check		
		Filed(Mon	nth/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
SEGUIN, T	X 78155			Person		
(City)	(State)	(Zip) Tabl	le I - Non-Derivative Securities	Acquired, Disposed of, or Beneficially Owned		
1.Title of	2. Transaction Date	2A. Deemed	3. 4. Securities Acquir	red 5. Amount of 6. Ownership 7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of			
(Instr. 3)		any	Code (Instr. 3, 4 and 5)	Beneficially (D) or Beneficial		
		(Month/Day/Year)	(Instr. 8)	Owned Indirect (I) Ownership		
				Following (Instr. 4) (Instr. 4)		
			(A)	Reported Transaction(s)		
			` '	(Instr. 3 and 4)		
Common	12/06/2017		M 4136 A \$	10.736 D		

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

M

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

10,736

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

4,136

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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. Transactic Code (Instr. 8)	5. Number Diof Derivati Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ve Expiration Date (Month/Day/Yea		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Derivative (Right to Buy)	\$ 11.45	12/06/2017		M	4,13	6 05/11/2010 <u>(1)</u>	05/11/2019	Common Stock	4,130

Reporting Owners

Reporting Owner Name / Address	Relationships				
1 6	Director	10% Owner	Officer	Other	
MARTIN GARY L 1627 E WALNUT ST SEGUIN, TX 78155	X				

Signatures

/s/ Carol Worthy, attorney-in-fact 12/07/2017

**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) Stock option granted pursuant to the Alamo Group Inc. First Amended and Restated 1999 Non-Qualified Stock Option Plan. The option vest in 5 equal annual installments beginning on May 11, 2010.

Remarks:

Ex. 24 - Power of Attorney (incorporated by reference to the Power of Attorney filed as Exhibit 24 to the Form 4 filed by the r

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.

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