

ARGAN INC  
Form 8-K  
April 26, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): April 23, 2012**

**ARGAN, INC.**

**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**001-31756**  
**(Commission**  
  
**File Number)**

**13-1947195**  
**(IRS Employer**  
  
**Identification No.)**

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One Church Street,

Suite 201, Rockville, MD  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (301) 315-0027

20850  
(Zip Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On April 23, 2012 and in preparation for scheduled discussions with potential investors, Argan, Inc. (the Company ) provided a copy of the Letter to Fellow Shareholders from the Company's Chief Executive Officer (the CEO Letter ) that will be included in the Company's 2012 Annual Report. The Company expects to begin the mailing to shareholders of its 2012 Annual Report on or about May 15, 2012. A copy of the CEO Letter is attached to this report as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit No.	Description
99.1	Chief Executive Officer Letter to Shareholders dated May 14, 2012.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ARGAN, INC.

Date: April 26, 2012

By: /s/ Arthur F. Trudel  
Arthur F. Trudel  
Senior Vice President and Chief Financial Officer

**EXHIBIT INDEX**

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