

RGC RESOURCES INC
Form 4/A
April 10, 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)

3. Date of Earliest Transaction
(Month/Day/Year)
04/03/2017

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

PO BOX 13727

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
04/05/2017

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ROANOKE, VA 24036

(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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	04/03/2017		A ⁽¹⁾	72.63 A \$ 21.8	27,582.174 (2)	I	Trust
Common Stock	04/03/2017		P ⁽³⁾	40.909 A \$ 22	27,623.083 (4)	I	Trust

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)

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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. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

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

Signatures

Nancy H. Agee by Howard T. Lyon, POA dated 01/14/2005 04/10/2017

**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's trust pursuant to an election under the Restricted Stock Plan for Outside Directors of RGC Resources, Inc.
 - (2) Reporting person has 5,062 shares in her name and 18,690.926 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.
 - (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. Amended to adjust transaction price and share count.
 - (4) Reporting person has 5,062 shares in her name and 18,690.926 shares in a revocable trust for which she serves as trustee. Also includes 3,870.157 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.