

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

(Last) (First) (Middle)  
 3009 RIVER LANE  
 (Street)  
 NEW BERN, NC 28562  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 ARGAN INC [AGX]

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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

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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
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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