

REX AMERICAN RESOURCES Corp

Form 4

July 23, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
TOMCHIN LAWRENCE

2. Issuer Name **and** Ticker or Trading  
Symbol  
REX AMERICAN RESOURCES  
Corp [REX]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

7720 PARAGON ROAD

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/22/2014

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

DAYTON, OH 45459

(City) (State) (Zip)

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                       | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                         |
| Common<br>stock \$.01<br>par value    | 07/22/2014                              |                                                             | S                                       |                                                                         | 1,000                                                                                                              | D \$ 87.6                                                            | 192,426 D                               |
| Common<br>stock \$.01<br>par value    | 07/22/2014                              |                                                             | S                                       |                                                                         | 1,000                                                                                                              | D \$<br>87.65                                                        | 191,426 D                               |
| Common<br>stock \$.01<br>par value    | 07/22/2014                              |                                                             | S                                       |                                                                         | 1,000                                                                                                              | D \$<br>87.72                                                        | 190,426 D                               |
| Common<br>stock \$.01                 | 07/22/2014                              |                                                             | S                                       |                                                                         | 1,000                                                                                                              | D \$<br>87.75                                                        | 189,426 D                               |

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par value

|                                    |            |   |       |   |         |         |   |
|------------------------------------|------------|---|-------|---|---------|---------|---|
| Common<br>stock \$.01<br>par value | 07/22/2014 | S | 1,000 | D | \$ 87.8 | 188,426 | D |
|------------------------------------|------------|---|-------|---|---------|---------|---|

|                                    |            |   |       |   |       |         |   |
|------------------------------------|------------|---|-------|---|-------|---------|---|
| Common<br>stock \$.01<br>par value | 07/22/2014 | S | 3,367 | D | \$ 88 | 185,059 | D |
|------------------------------------|------------|---|-------|---|-------|---------|---|

|                                    |            |   |       |   |             |         |   |
|------------------------------------|------------|---|-------|---|-------------|---------|---|
| Common<br>stock \$.01<br>par value | 07/22/2014 | S | 1,079 | D | \$<br>88.02 | 183,980 | D |
|------------------------------------|------------|---|-------|---|-------------|---------|---|

|                                    |            |   |       |   |             |         |   |
|------------------------------------|------------|---|-------|---|-------------|---------|---|
| Common<br>stock \$.01<br>par value | 07/22/2014 | S | 1,000 | D | \$<br>88.25 | 182,980 | D |
|------------------------------------|------------|---|-------|---|-------------|---------|---|

|                                    |  |  |  |  |  |       |   |                         |
|------------------------------------|--|--|--|--|--|-------|---|-------------------------|
| Common<br>stock \$.01<br>par value |  |  |  |  |  | 3,000 | I | In trust <sup>(1)</sup> |
|------------------------------------|--|--|--|--|--|-------|---|-------------------------|

|                                    |  |  |  |  |  |       |   |         |
|------------------------------------|--|--|--|--|--|-------|---|---------|
| Common<br>stock \$.01<br>par value |  |  |  |  |  | 1,082 | I | By wife |
|------------------------------------|--|--|--|--|--|-------|---|---------|

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                       | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                  |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships                             |
|-----------------------------------------------------------|-------------------------------------------|
|                                                           | Director    10% Owner    Officer    Other |
| TOMCHIN LAWRENCE<br>7720 PARAGON ROAD<br>DAYTON, OH 45459 | X                                         |

## Signatures

|                                                       |            |
|-------------------------------------------------------|------------|
| Edward M. Kress Attorney in Fact for Lawrence Tomchin | 07/23/2014 |
|-------------------------------------------------------|------------|

\_\_\_\_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).

As trustee in trust for the benefit of the reporting person's adult children. The reporting person disclaims beneficial ownership of these  
(1) securities and this report should not be deemed as an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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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