

PANHANDLE OIL & GAS INC
Form 4
January 03, 2017

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 *
ROBOTTI ROBERT

2. Issuer Name and Ticker or Trading Symbol
PANHANDLE OIL & GAS INC [PHX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/29/2016

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

60 EAST 42ND STREET, SUITE 3100

(Street)

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

NEW YORK, NY 10165

(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)		
				(A) or (D)	Price				
				Code	V	Amount			
Class A Common Stock, \$0.0166 par value	12/29/2016		G	5,000	D	\$ 0 (1)	696,486 (2)	I	See footnote (5)
Class A Common Stock, \$0.0166 par value	12/31/2016		A	1,486 (3)	A	\$ 0	697,972 (4)	I	See footnote (5)

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Amount represents the number of shares of restricted stock granted under the Amended Panhandle Oil and Gas Inc. 2010 Restricted Stock Plan. The shares will vest 1/4 each calendar quarter.

This amount includes 29,480 shares of Common Stock directly beneficially owned by ROBT, 390,274 shares of the Common Stock directly beneficially owned by RIC, 237,280 shares of the Common Stock directly beneficially owned by RI, 36,000 shares of the

- (4) Common Stock directly beneficially owned by Su Robotti, wife of Robert Robotti, and 4,938 of the Common Stock, of which 1,486 shares are restricted stock awarded on December 31, 2016 as described in Footnote 3 above, directly beneficially owned by Robert Robotti.

Mr. Robotti may be deemed to beneficially own (solely for the purpose of Rule 16a-1(a)(2) under the Securities Exchange Act of 1934, as amended ("Exchange Act")) certain of the shares of Common Stock set forth in this Form 4 through his proportionate ownership of

- (5) ROBT and Robotti & Company, as a managing member of Ravenswood Management Company, LLC, which serves as the general partner of RIC and RI and through his marriage to Su Robotti. Mr. Robotti disclaims beneficial ownership of all securities reported herein except to the extent of his pecuniary interest therein, if any.

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.