

AMERICAN VANGUARD CORP  
Form 4  
January 06, 2015

**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 \*  
Trogele Ulrich

(Last) (First) (Middle)

4695 MACARTHUR COURT,  
SUITE 1200

(Street)

NEWPORT BEACH, CA 92660

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
AMERICAN VANGUARD CORP  
[AVD]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/05/2015

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)  
See Remarks

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	01/05/2015		A	7,500 (1)	\$ 0 7,500	D	
Common Stock	01/05/2015		A	7,500 (2)	\$ 0 15,000	D	
Common Stock	01/05/2015		A	7,500 (3)	\$ 0 22,500	D	
Common Stock	01/05/2015		A	7,500 (4)	\$ 0 30,000	D	
Common Stock	01/05/2015		A	7,500 (5)	\$ 0 37,500	D	

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

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(9-02)

**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 of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trogele Ulrich 4695 MACARTHUR COURT, SUITE 1200 NEWPORT BEACH, CA 92660				See Remarks

## Signatures

ULRICH	
TROGELE	01/05/2015
**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) These are restricted shares that vest ninety (90) days after the date of award, that is, on April 5, 2015, provided reporting person remains continuously employed by the issuer through the vesting date.
  - (2) These are restricted shares that vest on January 5, 2016, provided reporting person remains continuously employed by the issuer through the vesting date.
  - (3) These are restricted shares that vest on January 5, 2017, provided reporting person remains continuously employed by the issuer through the vesting date.
  - (4)

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These are restricted shares that vest on January 5, 2018, , provided reporting person remains continuously employed by the issuer through the vesting date.

- (5) These are restricted shares that vest upon the satisfaction of two conditions, i ) reporting person is continuously employed by the issuer through January 5, 2018, and ii) the Company meets certain financial metrics over the period from January 1, 2015 through December 31, 2017, including, the relative growth of its earnings before income tax ("EBIT") compared to the median growth of EBIT of a certain group of industry peers (weighted at 50%), the relative growth of its net sales as compared to the median growth of net sales of that same group (weighted at 30%) and the relative growth of the fair market value of the Company's common stock as compared to the Russell 2000 Index (weighted at 20%).

### **Remarks:**

Executive Vice President, COO - AMVAC

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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