

REX AMERICAN RESOURCES Corp
Form 4
June 23, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
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)

3. Date of Earliest Transaction (Month/Day/Year)
06/20/2014

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

7720 PARAGON ROAD

(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

DAYTON, OH 45459

(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 Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|-------------------------|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Common stock \$.01 par value | 06/20/2014 | | S | 175 | D | \$ 79.1701 | 5,825 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | | S | 400 | D | \$ 79.18 | 5,425 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | | S | 175 | D | \$ 79.1853 | 5,250 | I | In trust ⁽¹⁾ |
| Common stock \$.01 | 06/20/2014 | | S | 100 | D | \$ 79.1887 | 5,150 | I | In trust ⁽¹⁾ |

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| | | | | | | | | |
|------------------------------|------------|---|-----|---|------------|---------|---|-------------------------|
| par value | | | | | | | | |
| Common stock \$.01 par value | 06/20/2014 | S | 100 | D | \$ 79.2 | 5,050 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | S | 200 | D | \$ 79.22 | 4,850 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | S | 100 | D | \$ 79.401 | 4,750 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | S | 200 | D | \$ 79.4285 | 4,550 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | S | 100 | D | \$ 79.436 | 4,450 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | S | 100 | D | \$ 79.501 | 4,350 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | S | 200 | D | \$ 79.524 | 4,150 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | S | 100 | D | \$ 79.526 | 4,050 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | S | 200 | D | \$ 79.528 | 3,850 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | 06/20/2014 | S | 850 | D | \$ 79.6976 | 3,000 | I | In trust ⁽¹⁾ |
| Common stock \$.01 par value | | | | | | 582 | I | By wife |
| Common stock \$.01 par value | | | | | | 193,926 | D | |

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 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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

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

Signatures

Edward M. Kress Attorney in Fact for Lawrence Tomchin
06/23/2014

__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. 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.