

AMERICAN VANGUARD CORP
Form 4
January 06, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Trogele Ulrich

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4695 MACARTHUR COURT,
SUITE 1200

(Street)

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

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

NEWPORT BEACH, CA 92660

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

(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)
			Code	V	Amount or Price		
Common Stock	01/05/2015		A		7,500 (1)	A	\$ 0 7,500 D
Common Stock	01/05/2015		A		7,500 (2)	A	\$ 0 15,000 D
Common Stock	01/05/2015		A		7,500 (3)	A	\$ 0 22,500 D
Common Stock	01/05/2015		A		7,500 (4)	A	\$ 0 30,000 D
Common Stock	01/05/2015		A		7,500 (5)	A	\$ 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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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. Number of Derivative Securities Beneficially Owned Following Reported 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 Date
Reporting Person

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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