

REX AMERICAN RESOURCES Corp  
 Form 4  
 March 16, 2012

**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 \*  
**KRESS EDWARD M**

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)  
**6505 LANDSEND COURT**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**03/15/2012**

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

**DAYTON, OH 45414**  
 (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 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		
Common stock \$.01 par value	03/15/2012		S	8,500 D	\$ 33 68,634	D	
Common stock \$.01 par value	03/15/2012		S	1,400 D	\$ 33.01 67,234	D	
Common stock \$.01 par value	03/15/2012		S	100 D	\$ 33.02 67,134	D	
Common stock \$.01	03/15/2012		S	300 D	\$ 33.05 66,834	D	

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Common stock \$.01 par value	03/15/2012	S	4,000	D	\$ 33.11	62,834	D	
Common stock \$.01 par value	03/15/2012	S	100	D	\$ 33.12	62,734	D	
Common stock \$.01 par value	03/15/2012	S	700	D	\$ 33.16	62,034	D	
Common stock \$.01 par value	03/15/2012	S	100	D	\$ 33.17	61,934	D	
Common stock \$.01 par value	03/15/2012	S	4,000	D	\$ 33.18	57,934	D	
Common stock \$.01 par value	03/15/2012	S	700	D	\$ 33.19	57,234	D	
Common stock \$.01 par value	03/15/2012	S	100	D	\$ 33.195	57,134	D	
Common stock \$.01 par value						4,775	I	As Trustee <sup>(1)</sup>

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.**

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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 Beneficially Owned Following Reporting 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
KRESS EDWARD M 6505 LANSEND COURT DAYTON, OH 45414	X		Secretary	

## Signatures

Edward M.  
Kress

03/16/2012

\_\_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 children. The reporting person disclaims beneficial ownership of these securities and this report should not be deemed as an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934 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.