

Majeski Carrie L  
 Form 4/A  
 April 10, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 Majeski Carrie L

2. Issuer Name and Ticker or Trading Symbol  
 ARTS WAY MANUFACTURING CO INC [ARTW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 5556 HIGHWAY 9  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/01/2013

\_\_\_\_ Director  
 Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
 President, CEO & interim CFO

ARMSTRONG, IA 50514

4. If Amendment, Date Original Filed(Month/Day/Year)  
 01/29/2013

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    |                                | (A) or (D) Price                                                  |                                                                                               |                                                          |                                   |
| Common Stock                    | 03/01/2013 <sup>(1)</sup>            |                                                    | A                              | 2,500 <sup>(2)</sup>                                              | \$ 0                                                                                          | 6,500 <sup>(3)</sup>                                     | D                                 |

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)**

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| 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. 3) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|

|                             |          |  |  | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|-----------------------------|----------|--|--|------|---|-----|-----|------------------|-----------------|--------------|----------------------------|
| Stock Option (Right to Buy) | \$ 10.57 |  |  |      |   |     |     | (4)              | 10/01/2017      | Common Stock | 16,000                     |
| Stock Option (Right to Buy) | \$ 13.38 |  |  |      |   |     |     | (4)              | 02/01/2018      | Common Stock | 12,000                     |
| Stock Option (Right to Buy) | \$ 5.01  |  |  |      |   |     |     | (4)              | 08/06/2020      | Common Stock | 5,000                      |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                              |       |
|-----------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                           | Director      | 10% Owner | Officer                      | Other |
| Majeski Carrie L<br>5556 HIGHWAY 9<br>ARMSTRONG, IA 50514 |               |           | President, CEO & interim CFO |       |

## Signatures

/s/ Elizabeth M. Dunshee as attorney-in-fact for Carrie L. Majeski pursuant to power of attorney previously filed.

04/10/2013

\_\_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) Amendment to grant date to reflect an administrative error.

(2) Includes 2,000 shares of restricted stock for which risks of forfeiture lapse annually in increments of 500 shares on each of March 1, 2014, 2015, 2016 and 2017.

(3)

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Includes 800 shares of restricted stock for which risks of forfeiture lapse on December 20, 2013 and 2,000 shares of restricted stock for which risks of forfeiture lapse annually in increments of 500 shares on each of March 1, 2014, 2015, 2016 and 2017.

(4) Fully exercisable.

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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