Magnuson Lee A Form 4 April 09, 2018

FORM 4

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

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 * Magnuson Lee A

(Last) (First) (Middle)

P.O. BOX 5107

(City)

(Street)

SIOUX FALLS, SD 57117-5107

(State)

2. Issuer Name and Ticker or Trading

Symbol

RAVEN INDUSTRIES INC [RAVN]

3. Date of Earliest Transaction

(Month/Day/Year) 04/05/2018

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4. Securities

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

(Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

(A) or

Code V Amount (D) Price

Common Stock

Common Stock

28

I

By Spouse

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

General Counsel and VP

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person Form filed by More than One Reporting

below)

Form: Direct

Indirect (I)

(Instr. 4)

D

(D) or

10% Owner

6. Ownership 7. Nature of

Indirect

Beneficial

Ownership

(Instr. 4)

Other (specify

Issuer

below)

Person

5. Amount of

Securities

Owned Following

Reported

Transaction(s)

(Instr. 3 and 4)

Beneficially

Director

Applicable Line)

X_ Officer (give title

Estimated average

burden hours per

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

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SEC 1474 (9-02)

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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. Transactic Code (Instr. 8)	5. Number proof 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit - 2017	(1)					(2)	(2)	Common Stock	896
Stock Option (3)	\$ 35.05	04/05/2018		A	2,030	04/05/2019	04/05/2023	Common Stock	2,030
Restricted Stock Unit	(1)	04/05/2018		A	1,140	<u>(4)</u>	<u>(4)</u>	Common Stock	1,140

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Magnuson Lee A			General			
P.O. BOX 5107			Counsel and			
SIOUX FALLS, SD 57117-5107			VP			

Signatures

/s/ Lee A.
Magnuson

**Signature of 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) Each Time-based Restricted Stock Unit is the economic equivalent of one share of RAVN Common Stock.
- (2) The Time-based Restricted Stock Units shall become fully vested on the third anniversary of the effective date 7/5/17, provided that the Employee remains continuously employed by the Company through the Vesting Date.
- (3) Pursuant to Rule 16b-3(d). Right to buy. All options vest at the rate of 25% annually beginning on the date listed in Exercisable, column 6.

(4)

Reporting Owners 2

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The Time-based Restricted Stock Units shall become vested on the third anniversary of the effective date 4/5/18, provided that the Employee remains continuously employed by the Company through the Vesting Date.

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.