

D ORAZIO JOHN S
 Form 4
 February 11, 2019

FORM 4

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

OMB APPROVAL

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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 *
 D ORAZIO JOHN S

2. Issuer Name and Ticker or Trading Symbol
 RGC RESOURCES INC [RGC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 PO BOX 13007

3. Date of Earliest Transaction (Month/Day/Year)
 02/07/2019

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

(Street)
 ROANOKE, VA 24030

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 Indirect Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	02/07/2019		M ⁽¹⁾		100	\$ 12.673	43,375.241 D
Common Stock	02/07/2019		S		100	\$ 28.75	43,275.241 D

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

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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. 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. Amount or Number of Shares
Employee Stock Options	\$ 12.673	02/07/2019		M	100	10/01/2013 04/01/2023	Common Stock	100
Employee Stock Options	\$ 12.633					06/06/2014 12/06/2023	Common Stock	7,500
Employee Stock Options	\$ 14.4					06/04/2015 12/04/2024	Common Stock	7,500
Employee Stock Options	\$ 14.147					06/03/2016 12/03/2025	Common Stock	8,250
Employee Stock Options	\$ 16.367					06/08/2017 12/08/2026	Common Stock	9,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
D ORAZIO JOHN S PO BOX 13007 ROANOKE, VA 24030	X		CEO & President	

Signatures

John S.
D'Orazio 02/11/2019

**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).

Exercise of options granted 04/01/2013. Includes 193,902 shares purchased through dividends reinvested in the RGC Resources, Inc.

(1) Dividend Reinvestment Stock Purchase Plan and 56,947 restricted shares purchased 02/01/2019 through dividends reinvested in the RGC Resources, Inc. Restricted Stock Plan.

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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