

ExOne Co
Form 4/A
May 02, 2013

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 *
ROCKWELL S KENT

(Last) (First) (Middle)

127 INDUSTRY BOULEVARD

(Street)

NORTH HUNTINGDON, PA 15642

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ExOne Co [XONE]

3. Date of Earliest Transaction
(Month/Day/Year)
02/06/2013

4. If Amendment, Date Original Filed(Month/Day/Year)
02/13/2013

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chair and CEO

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock, par value \$0.01 | 02/06/2013 ⁽¹⁾ | | C | Amount (A) or (D) Price | 1,366,694 ⁽²⁾ A \$ 0 | 5,542,694 I | By S. Kent Rockwell Revocable Trust |
| Common Stock, par value \$0.01 | 02/06/2013 ⁽¹⁾ | | S | 611,667 ⁽²⁾ D \$ 16.74 | 4,931,027 I | By S. Kent Rockwell Revocable Trust | |

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

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. 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 Security (Instr. 3 and 4) | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|--------------------------------|-----------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| Class A Preferred Stock | \$ 0 | 02/06/2013 | | C ⁽⁴⁾ | 12,983,602 | 01/01/2013 | 02/12/2013 | Common Stock, par value \$0.01 | 1,300,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| ROCKWELL S KENT 127 INDUSTRY BOULEVARD NORTH HUNTINGDON, PA 15642 | X | | Chair and CEO | |

Signatures

/s/ JoEllen Lyons Dillon, attorney-in-fact for S. Kent Rockwell
Date: 05/01/2013

**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) This Form 4 amends the Form 4 filed by Mr. Rockwell on February 13, 2013 to correct the transaction date.

S. Kent Rockwell is the beneficiary of the S. Kent Rockwell Revocable Trust, which is the indirect, sole stockholder of Rockwell Forest Products, Inc. and Rockwell Holdings, Inc. which are the record holders of the shares beneficially owned by Mr. Rockwell. This filing includes Rockwell Forest Products as the 10% holder of 4,176,000 shares. Mr. Rockwell disclaims beneficial ownership of the S. Kent Rockwell Revocable Trust, and this report shall not be deemed to be an admission that Mr. Rockwell is the beneficial owner of the securities owned by the S. Kent Rockwell Revocable Trust for purposes of Section 16 or for any other purpose.

S. Kent Rockwell is the beneficiary of the S. Kent Rockwell Revocable Trust, which is the indirect, sole stockholder of Rockwell Holdings, Inc. which was the record holder of the preferred shares that were converted into common shares and is the record holder of the resulting common shares. Mr. Rockwell disclaims beneficial ownership of the S. Kent Rockwell Revocable Trust, and this report shall not be deemed to be an admission that Mr. Rockwell is the beneficial owner of the securities owned by the S. Kent Rockwell Revocable Trust for purposes of Section 16 or for any other purpose.

(4) This Form 4 amends the Form 4 filed by Mr. Rockwell on February 13, 2013 to correct the transaction codes in columns 4 and 5 of Table II.

Remarks:

Exhibit List:

Exhibit 24 -Power of Attorney

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.