

Dancy Joseph R
Form 4
April 18, 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 *
Dancy Joseph R

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)
1007 BEAVER CREEK DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/16/2013

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

DUNCANVILLE, TX 75137
(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock | | | | | 58,000 | D | |
| Common Stock | 04/16/2013 | | S | 25,000 | D \$ 5.78 (1) | I | As sole owner of general partner of LSGI Technology Venture Fund, L.P. (2) |
| Common Stock | 04/17/2013 | | S | 5,000 | D \$ 5.73 | I | As sole owner of |

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(3)

general partner of LSGI Technology Venture Fund, L.P. (2)

| | | | | |
|--------------|--|--------|---|----------------------|
| Common Stock | | 33,000 | I | Joseph R. Dancy IRA |
| Common Stock | | 53,000 | I | By Spouse <u>(2)</u> |

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.

SEC 1474 (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 or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|---|---|
| Stock Option (Right to Buy) | \$ 6.75 | | | | | Date Exercisable: 04/26/2012 Expiration Date: 04/26/2022 | Common Stock | Amount or Number of Shares: 2,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Dancy Joseph R 1007 BEAVER CREEK DRIVE DUNCANVILLE, TX 75137 | | X | | |

Signatures

/s/ Ryan C. Brauer as attorney-in-fact for Joseph R. Dancy pursuant to power of attorney previously filed.

04/18/2013

__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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.568 to \$5.96 inclusive. The reporting person undertakes to provide Art's-Way Manufacturing Co., Inc., any security holder of Art's-Way Manufacturing Co., Inc. or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
 - (2) The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.57 to \$5.799 inclusive. The reporting person undertakes to provide Art's-Way Manufacturing Co., Inc., any security holder of Art's-Way Manufacturing Co., Inc. or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
 - (3)

Remarks:

This report no longer reflects 1,400 shares for which the reporting person no longer has any beneficial interest, which shares w

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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