

Shockley C James Jr
 Form 5
 October 10, 2018

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
 Expires: January 31, 2015
 Estimated average burden hours per response... 1.0

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Shockley C James Jr

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)
 P.O. BOX 13007
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 09/30/2018

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

6. Individual or Joint/Group Reporting (check applicable line)

ROANOKE, VA 24030

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/01/2018	Â	A ⁽¹⁾	2.822	A	\$ 23.92	5,533.577	D	Â
Common Stock	02/01/2018	Â	A ⁽²⁾	7.622	A	\$ 23.92	5,541.199	D	Â
Common Stock	05/01/2018	Â	A ⁽³⁾	2.555	A	\$ 26.43	5,543.754	D	Â
Common Stock	05/01/2018	Â	A ⁽⁴⁾	6.942	A	\$ 26.43	5,550.696	D	Â

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Common Stock	08/01/2018	Â	A ⁽⁵⁾	2.335	A	\$ 28.94	5,553.031	D	Â
Common Stock	08/01/2018	Â	A ⁽⁶⁾	6.377	A	\$ 28.94	5,559.408	D	Â

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

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SEC 2270 (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 Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option	\$ 12.633	Â	Â	Â	Â (A) Â (D)	06/06/2014 12/06/2023	Common Stock	4,5
Non-Qualified Stock Option	\$ 14.4	Â	Â	Â	Â (A) Â (D)	06/04/2015 12/04/2024	Common Stock	4,5
Non-Qualified Stock Option	\$ 14.147	Â	Â	Â	Â (A) Â (D)	06/03/2016 12/03/2025	Common Stock	4,5
Non-Qualified Stock Option	\$ 16.367	Â	Â	Â	Â (A) Â (D)	06/08/2017 12/08/2026	Common Stock	4,5

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shockley C James Jr P.O. BOX 13007 ROANOKE, VA 24030	Â	Â	Â VP, Operations	Â

Signatures

C. James
Shockley, Jr. 10/10/2018
Date

Signature of
Reporting Person

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) Shares purchased 02/01/2018 through dividends reinvested in the RGC Resources, Inc. Dividend Reinvestment and Stock Purchase Plan.
- (2) Restricted shares purchased 02/01/2018 through dividends reinvested in the RGC Resources, Inc. Restricted Stock Plan.
- (3) Shares purchased 05/01/2018 through dividends reinvested in the RGC Resources, Inc. Dividend Reinvestment and Stock Purchase Plan.
- (4) Restricted shares purchased 05/01/2018 through dividends reinvested in the RGC Resources, Inc. Restricted Stock Plan.
- (5) Shares purchased 08/01/2018 through dividends reinvested in the RGC Resources, Inc. Dividend Reinvestment and Stock Purchase Plan.
- (6) Restricted shares purchased 08/01/2018 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 provided 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.