

HUGHES WILLIAM F JR

Form 4

May 22, 2012

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HUGHES WILLIAM F JR

2. Issuer Name **and** Ticker or Trading
Symbol
NATURAL GAS SERVICES
GROUP INC [NGS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
42921 NORMANDY LANE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/21/2012

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

LANCASTER, CA 93536

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 Ownership (Instr. 4)
Common Stock				(A) or (D)			By the William and Cheryl Hughes Trust
Common Stock	05/21/2012		M	2,500 A \$ 5.55	9,000	D	
Common Stock	05/21/2012		M	2,500 A \$ 8	11,500	D	
Common Stock	05/21/2012		M	2,500 A \$ 9.34	14,000	D	

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Common Stock	05/22/2012	S	200	D	\$ 13.53	13,800	D
Common Stock	05/22/2012	S	400	D	\$ 13.52	13,400	D
Common Stock	05/22/2012	S	600	D	\$ 13.51	12,800	D
Common Stock	05/22/2012	S	200	D	\$ 13.5	12,600	D
Common Stock	05/22/2012	S	400	D	\$ 13.49	12,200	D
Common Stock	05/22/2012	S	900	D	\$ 13.48	11,300	D
Common Stock	05/22/2012	S	800	D	\$ 13.47	10,500	D
Common Stock	05/22/2012	S	600	D	\$ 13.46	9,900	D
Common Stock	05/22/2012	S	800	D	\$ 13.45	9,100	D
Common Stock	05/22/2012	S	100	D	\$ 13.44	9,000	D
Common Stock	05/22/2012	S	100	D	\$ 13.42	8,900	D
Common Stock	05/22/2012	S	200	D	\$ 13.41	8,700	D
Common Stock	05/22/2012	S	300	D	\$ 13.4	8,400	D
Common Stock	05/22/2012	S	800	D	\$ 13.39	7,600	D
Common Stock	05/22/2012	S	400	D	\$ 13.38	7,200	D
Common Stock	05/22/2012	S	400	D	\$ 13.37	6,800	D
Common Stock	05/22/2012	S	100	D	\$ 13.36	6,700	D
Common Stock	05/22/2012	S	200	D	\$ 13.34	6,500	D

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

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(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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Nonqualified Stock Option (right to buy)	\$ 5.55	05/21/2012		M	2,500	12/31/2003 12/31/2013	Common Stock 2,500
Nonqualified Stock Option (right to buy)	\$ 9.34	05/21/2012		M	2,500	01/05/2005 01/05/2015	Common Stock 2,500
Nonqualified Stock Option (right to buy)	\$ 16.96					12/30/2005 12/30/2015	Common Stock 2,500
Nonqualified Stock Option (right to buy)	\$ 13.9					01/01/2007 01/01/2017	Common Stock 2,500
Nonqualified Stock Option (right to buy)	\$ 19.61					12/31/2007 12/31/2017	Common Stock 2,500
Nonqualified Stock Option (right to buy)	\$ 8	05/21/2012		M	2,500	03/31/2009 03/18/2019	Common Stock 2,500
Nonqualified Stock Option (right to buy)	\$ 20.48					03/31/2008 03/18/2018	Common Stock 2,500
Nonqualified Stock Option (right to buy)	\$ 16.74					03/31/2010 03/22/2020	Common Stock 5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X			

/s/ William F.
Hughes Jr.

Signature of Reporting
Person

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.