

ARTS WAY MANUFACTURING CO INC  
 Form 4  
 October 23, 2015

**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 \*  
 MCCONNELL J WARD JR

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)  
 P.O. BOX 6219  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 10/15/2015

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

KINSTON, NC 28501  
 (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) |   |  |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|--|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |   |  |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |   |  |
| Common Stock                    | 10/15/2015                           |  | P                              | 3,448   | A   | \$ 3<br>(1)  | 1,548,439   | I | By J. Ward McConnell, Jr. Living Trust |
| Common Stock                    | 10/16/2015                           |  | P                              | 99  | A   | \$ 2.92  | 1,548,538   | I | By J. Ward McConnell, Jr. Living 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 Securities (Instr. 3 and 4) | 8. Price of Underlying Security (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title  | Amount or Number of Shares |
| Stock Option (Right to Buy)                | \$ 6.17  |                                      |  |                                |   | 04/29/2010   | 04/29/2015  | Common Stock                                     | 2,000                      |
| Stock Option (Right to Buy)                | \$ 8.66  |                                      |  |                                |   | 04/28/2011   | 04/28/2021  | Common Stock                                     | 2,000                      |
| Stock Option (Right to Buy)                | \$ 6.75  |                                      |  |                                |   | 04/26/2012   | 04/26/2022  | Common Stock                                     | 2,000                      |
| Stock Option (Right to Buy)                | \$ 6.4   |                                      |  |                                |   | 04/25/2013   | 04/25/2023  | Common Stock                                     | 2,000                      |
| Stock Option (Right to Buy)                | \$ 6.15  |                                      |  |                                |   | 04/29/2014   | 04/29/2024  | Common Stock                                     | 2,000                      |
| Stock Option (Right to Buy)                | \$ 4.7   |                                      |  |                                |   | 04/22/2015   | 04/22/2025  | Common Stock                                     | 2,000                      |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MCCONNELL J WARD JR<br>P.O. BOX 6219<br>KINSTON, NC 28501 | X             | X         |         |       |

## Signatures

/s/ Elizabeth Dunshee as attorney-in-fact for J. Ward McConnell, Jr. pursuant to power of attorney previously filed.

10/23/2015

\_\_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 purchased in multiple transactions at prices ranging from 2.99 to \$3.02 inclusive. The reporting person undertakes to provide Art's-Way Manufacturing, Inc., any security holder of Art's-Way Manufacturing, Inc. or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

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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