D ORAZIO JOHN S
Form 4
February 14, 2019

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

(Print or Type Responses)

1. Name and Address of Reporting Person * D ORAZIO JOHN S	2. Issuer Name **and** Ticker or Trading Symbol **RGC RESOURCES INC [RGCO]**	5. Relationship of Reporting Person(s) to Issuer
(Last) (First) (Middle) PO BOX 13007	3. Date of Earliest Transaction (Month/Day/Year) 02/12/2019	(Check all applicable) __X__ Director _____ 10% Owner __X__ Officer (give title _____ Other (specify below) below) CEO & President
(Street) ROANOKE, VA 24030	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/12/2019		M[(1)]		2,892	A	$ 12.673	46,167.241	D	
Common Stock	02/12/2019		S		2,892	D	$ 28	43,275.241	D	
Common Stock	02/12/2019		M[(2)]		2,008	A	$ 12.633	45,283.241	D	
Common Stock	02/12/2019		S		2,008	D	$ 28	43,275.241	D	

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

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)	
								Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V	(A)	(D)				
Employee Stock Options	$ 12.673	02/12/2019		M			2,892	10/01/2013	04/01/2023	Common Stock	2,892
Employee Stock Options	$ 12.633	02/12/2019		M			2,008	06/06/2014	12/06/2023	Common Stock	2,008
Employes Stock Options	$ 14.4							06/04/2015	12/04/2024	Common Stock	7,500
Employee Stock Options	$ 14.147							06/03/2016	12/03/2025	Common Stock	8,250
Employee Stock Options	$ 16.367							06/08/2017	12/08/2026	Common Stock	9,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
D ORAZIO JOHN S PO BOX 13007 ROANOKE, VA 24030	X		CEO & President	

Signatures

John S.
D'Orazio   02/14/2019

**Signature of   Date
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)   Exercise of options granted 04/01/2013.

(2)   Exercise of options granted 12/06/2013.

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.