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ECOLOGY & ENVIRONMENT INC Form 4 February 08, 2017 **OMB APPROVAL** FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FRANK RONALD L Issuer Symbol ECOLOGY & ENVIRONMENT (Check all applicable) INC [EEI] (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) **368 PLEASANT VIEW DRIVE** 02/08/2017 Executive V.P. of Finance (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting LANCASTER, NY 14086 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) any Code (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Class B Common D⁽²⁾ 187,234 Stock (1) (2) Class A Common 02/08/2017 Ρ 500 Α \$9.8 20,906 D Stock Class A \$ 9.75 Common 02/08/2017 Ρ 500 А 21,406 D Stock Class A I by 401 k 6,265 Common Plan

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Stock											
Class A Common Stock						8,140	Ι		By I	RA	
Reminder: R	eport on a sep		ative Securities Acq	Persor inform require display numbe	ns who re ation con ed to resp ys a curre er.	spond to the tained in thi ond unless ently valid O	is form are the form MB contro	not	SEC 14 (9-(
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. Transactic Code (Instr. 8)	5.	6. Date Exercisable and Expiration Date (Month/Day/Year) e		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repor	ting O	wners									
				Relation	hine						

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FRANK RONALD L 368 PLEASANT VIEW DRIVE LANCASTER, NY 14086	Х		Executive V.P. of Finance					

Signatures

Ronald L. Frank02/08/2017**Signature of
Reporting PersonDate

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) Class B Common Stock is convertible one-for-one into Class A Common Stock
- (2) Reporting person is a party to an Agreement dated May 12, 1970, as amended January 24, 2011, among Messrs. Gerhard J. Neumaier (deceased 2013), Frank B. Silvestro, Gerald A. Strobel and Ronald L. Frank, whereby none of the shares (now classified as Class B

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Common Stock) subject to the Agreement including shares owned by them, certain children of those individuals and any such shares subsequently transferred to their spouses and/or children outright or in trust for their benefit upon the demise of a signatory to that agreement may be sold without the seller first granting the other signatories a right of first refusal. This is not an admission that the reporting person is the beneficial owner of the shares held in the name of others nor is this an admission that all shares held by the reporting person are subject to the Agreement

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.