

Taylor Stephen Charles
 Form 4
 January 30, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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 *
 Taylor Stephen Charles

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)
 2911 SOUTH COUNTY ROAD
 1260
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/28/2019

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

MIDLAND, TX 79706

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)
			Code	V	Amount or Price		
Common Stock	01/28/2019		M		1,110 A \$ 7.84	321,772	D
Common Stock	01/28/2019		S		1,110 D \$ 17	320,662	D
Common Stock	01/29/2019		M		4,905 A \$ 7.84	325,567	D
Common Stock	01/29/2019		S		4,905 D \$ 17.05	320,662	D
Common Stock	01/30/2019		M		348 A \$ 7.84	321,010	D

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Common Stock	01/30/2019	S	348	D	\$ 17	320,662	D	
Common Stock						21,139	I	By Rabbi Trust

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 7.84	01/28/2019		M	1,110	03/17/2010 03/16/2019	Common Stock	1,110	
Employee Stock Option	\$ 7.84	01/29/2019		M	4,905	03/17/2010 03/16/2019	Common Stock	4,905	
Employee Stock Option	\$ 7.84	01/30/2019		M	348	03/17/2010 03/16/2019	Common Stock	348	
Restricted Stock Units	(1)					(1) (1)	Common Stock	70,230	
Employee Stock Option	\$ 19.9					01/18/2011 01/17/2020	Common Stock	30,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

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Taylor Stephen Charles
2911 SOUTH COUNTY ROAD 1260 X Chief Executive Officer
MIDLAND, TX 79706

Signatures

Stephen C. 01/30/2019
Taylor

 **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) Not Applicable. Each Restricted Stock Unit represents a right to receive one share of Company common stock upon vesting without payment.

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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