

AMERICAN VANGUARD CORP
Form 3
March 29, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Porpiglia Peter Turnbough</p> <p>(Last) (First) (Middle)</p> <p>4695 MACARTHUR COURT, SUITE 1200</p> <p>(Street)</p> <p>NEWPORT BEACH,Â CAÂ 92660</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/29/2017</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AMERICAN VANGUARD CORP [AVD]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) See Remarks</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	7,088	D	Â
Common Stock	2,418 ⁽¹⁾ ⁽²⁾	D	Â
Common Stock	1,354 ⁽³⁾	D	Â
Common Stock	6,124 ⁽⁴⁾	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to Buy	06/16/2014	06/16/2021	Common Stock	10,000	\$ 11.32	D	Â
Option to Buy	12/30/2017	12/30/2024	Common Stock	3,284 ⁽⁵⁾	\$ 11.49	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Porpiglia Peter Turnbough 4695 MACARTHUR COURT, SUITE 1200 NEWPORT BEACH, CA 92660	Â	Â	Â	See Remarks

Signatures

PETER
PORPIGLIA

03/29/2017

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These consist of restricted shares that were granted on May 23, 2014 and are evenly split between time-based shares that cliff-vest on May 23, 2017 and performance-based shares that cliff-vest on May 23, 2017, provided the Company achieves certain target levels of financial performance as compared to peer groups over the period April 1, 2014 through December 31, 2016. These performance criteria are as follows: reporting person earns (a) 50% of the target shares to the extent that the growth of the Company's earnings before income tax for the performance period equals the median for growth of EBIT among certain industry peers, (b) 30% of target shares to the extent that the growth of the Company's net sales for the performance period equals the median for growth of net sales among certain industry peers,

(2) (Continued from Footnote 1) and (c) 20% of target shares (10% and 10%) to the extent that the TSR of the Company's common stock during the reporting period equals the median TSR for the Company's proxy peers and the Russell 2000 Index, respectively. For the EBIT and net sales targets, if Company performance is less than 80% of the median of peers, then reporting person earns zero shares, and to the extent Company performance is 120% or higher than the median of peers, then reporting person earns 200% of the target shares. For the TSR targets, if Company TSR is less than the 30th percentile for the relevant index, then reporting person earns zero shares, and if Company TSR is greater than the 80th percentile of the relevant comparator, then reporting person earns 200% of target shares.

(3) These consist of restricted shares that were granted on January 6, 2016 and are split evenly between time-based shares that cliff vest on January 6, 2019 and performance-based shares that cliff-vest on January 6, 2019, provided the Company achieves certain target levels of financial performance as compared to peer groups over the period January 1, 2016 through December 31, 2018. Except for the performance period, these performance shares have the same attributes as those described in Note 1 above.

(4) These consist of restricted shares that were granted on February 8, 2017 and are evenly split between time-based shares that cliff vest on February 8, 2020 and performance-based shares that cliff vest on February 8, 2020, provided that Company achieves certain target

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levels of financial performance as compared to peer groups over the period January 1, 2017 through December 31, 2019. Except for the performance period, these performance shares have the same attributes as those described in Note 2 above.

- (5) These consist of stock options that are evenly split between incentive stock options and performance-based shares that are earned upon the Company's achievement of certain target levels of financial performance as compared to peer groups over the period January 1, 2015 through December 31, 2017. Except for the performance period, these performance-based options have the same financial metrics as those described in Note 1 above.

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Remarks:

Vice^ President^ of^ Product^ Dev't^ -^ AMVAC

The^ reporting^ person^ has^ executed^ a^ Power^ of^ Attorney^ dated^ March^ 25,^ 2017^ permitting^ execution^

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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