

REX AMERICAN RESOURCES Corp
 Form 4
 December 17, 2013

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 *
 TOMCHIN LAWRENCE

2. Issuer Name and Ticker or Trading Symbol
 REX AMERICAN RESOURCES Corp [REX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 12/16/2013

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

(Street)

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 (A) or (D) Price			
Common stock \$.01 par value	12/16/2013		S	4,400 D \$ 45	27,572	I	In trust ⁽¹⁾
Common stock \$.01 par value	12/16/2013		S	200 D \$ 45.01	27,372	I	In trust ⁽¹⁾
Common stock \$.01 par value	12/16/2013		S	100 D \$ 45.05	27,272	I	In trust ⁽¹⁾
Common stock \$.01	12/16/2013		S	100 D \$ 45.11	27,172	I	In trust ⁽¹⁾

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Common stock \$.01 par value	12/16/2013	S	100	D	\$ 45.12	27,072	I	In trust ⁽¹⁾
Common stock \$.01 par value	12/16/2013	S	100	D	\$ 45.14	26,972	I	In trust ⁽¹⁾
Common stock \$.01 par value	12/16/2013	S	4,172	D	\$ 45.5	22,800	I	In trust ⁽¹⁾
Common stock \$.01 par value	12/16/2013	S	4	D	\$ 45.51	22,796	I	In trust ⁽¹⁾
Common stock \$.01 par value	12/16/2013	S	700	D	\$ 45.52	22,096	I	In trust ⁽¹⁾
Common stock \$.01 par value	12/16/2013	S	92	D	\$ 45.53	22,004	I	In trust ⁽¹⁾
Common stock \$.01 par value	12/16/2013	S	4	D	\$ 45.56	22,000	I	In trust ⁽¹⁾
Common stock \$.01 par value						206,213	D	

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 required to respond unless the form displays a currently valid OMB control number.

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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 Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or

Number
of
Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TOMCHIN LAWRENCE			X	

Signatures

Edward M. Kress Attorney in Fact for Lawrence Tomchin	12/17/2013
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__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).

As trustee in trust for the benefit of the reporting person's adult children. The reporting person disclaims beneficial ownership of these securities and this report should not be deemed as an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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.