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 \square obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* MacMillan Anne | | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>REX AMERICAN RESOURCES Corp</u> [REX | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--|--|--|---------------------------|--|--|---|------------------------------------|--|--------|---|---|--|---|---|--|--|
| | | | | | |] | | | | | | | or | | Owner | |
| (Last) (First) (Middle) 7720 PARAGON ROAD | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/17/2019 | | | | | | | (give title | Othe | er (specify w) | | |
| (Street) DAYTON OH 45459 | | | | 4. If Amendment, Date of 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) | (Stat | e) (Z | (ip) | | | | | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) Date (Month/L | | | | saction /Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | | | es ally Owned ig | 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 | Transact (Instr. 3 | tion(s) | | (1130.4) | |
| Common stock \$.01 par value ⁽¹⁾ 06/17 | | | | | 7/2019 | | Α | | 357 | Α | \$ <mark>0</mark> | 357 | | D | | |
| | 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) | Execution Date, if any | | 4. Transaction Code (Instr 8) | | 6. Date E Expiratio (Month/E | on Dat | | 7. Title and of Securitie Underlying Derivative S (Instr. 3 and | ecurity | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio | Ownersh Form: Direct (D or Indire (I) (Instr. | Beneficial) Ownership ct (Instr. 4) | |

Date

Exercisable

(D)

(A)

Expiration

Title

Date

Explanation of Responses:

1. Restricted stock vesting in one-third increments on each of the first three anniversaries of the grant.

Edward M. Kress, Attorney in 06/18/2019 Fact for Anne MacMillan Date

Amount

Number

of Shares

or

(Instr. 4)

** Signature of Reporting Person

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

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Code