

PANHANDLE OIL & GAS INC

Form 4/A

October 01, 2014

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
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROBOTTI ROBERT

(Last) (First) (Middle)

**6 EAST 43RD STREET, 23RD
FLOOR**

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**PANHANDLE OIL & GAS INC
[PHX]**

3. Date of Earliest Transaction
(Month/Day/Year)
09/25/2014

4. If Amendment, Date Original
Filed(Month/Day/Year)
09/29/2014

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock, \$0.0166 par value	09/25/2014		S		5,214	D	\$ 60.1065	373,231 ⁽¹⁾	I	See Footnote ⁽²⁾
Class A Common Stock, \$0.0166 par value	09/25/2014		S		3,196 ⁽³⁾	D	\$ 60.1065	373,231 ⁽¹⁾	I	See Footnote ⁽²⁾
	09/26/2014		S		18,152	D		373,231 ⁽¹⁾	I	

Class A Common Stock, \$0.0166 par value					\$ 60.6179				See Footnote (2)
Class A Common Stock, \$0.0166 par value	09/26/2014		S	11,125	D	\$ 60.6179	373,231 ⁽¹⁾	I	See Footnote (2)

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

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(9-02)

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
ROBOTTI ROBERT 6 EAST 43RD STREET 23RD FLOOR NEW YORK, NY 10017	X			

Signatures

Robert E.
Robotti

10/01/2014

Date

Signature of
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) This amount includes 18,740 shares of Common Stock directly beneficially owned by Robotti & Company, Incorporated ("ROBT"), 1,000 shares of the Common Stock directly beneficially owned by Robotti & Company, LLC ("Robotti & Company"), 201,273 shares of the Common Stock directly beneficially owned by The Ravenswood Investment Company, LP ("RIC"), 122,400 shares of the Common Stock directly beneficially owned by Ravenswood Investments III, L.P. ("RI"), 18,000 shares of the Common Stock directly beneficially owned by Suzanne Robotti ("Su Robotti"), wife of Robert Robotti, and 11,818 shares of the Common Stock directly beneficially owned by Robert Robotti (following disposition of all shares reported herein).

(2) Mr. Robotti may be deemed to beneficially own (solely for the purpose of Rule 16a-1(a)(2) under the Securities Exchange Act of 1934, as amended ("Exchange Act")) certain of the shares of Common Stock set forth in this Form 4 through his proportionate ownership of ROBT and Robotti & Company, as a managing member of Ravenswood Management Company, LLC, which serves as the general partner of RIC and RI and through his marriage to Su Robotti. Mr. Robotti disclaims beneficial ownership of all securities reported herein except to the extent of his pecuniary interest therein, if any.

(3) This Form 4 Amendment is to correct an error to the 9/25/2014 transaction reported on the Form 4 filed with Securities and Exchange Commission on September 29, 2014 that stated 3,196 shares of Pandhandle Oil and Gas, Inc. (PHX) were "Acquired" instead of "Disposed."

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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