

Griffin William F Jr
Form 4/A
April 30, 2009

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 *
Griffin William F Jr

(Last) (First) (Middle)

C/O GEMMA POWER SYSTEMS,
LLC, 2461 MAIN STREET

(Street)

GLASTONBURY, CT 06033

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ARGAN INC [AGX]

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

04/22/2009

4. If Amendment, Date Original
Filed(Month/Day/Year)
04/23/2009

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VC OF GPS, LLC

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Ownership (Instr. 4)
Common Stock	04/22/2009		S ⁽¹⁾	200 D	\$ 13.85 1,143,901	D	
Common Stock	04/23/2009		S ⁽²⁾	200 D	\$ 13.56 1,143,701	D	
Common Stock	04/23/2009		S ⁽²⁾	1,400 D	\$ 13.5 1,142,301	D	
Common Stock	04/28/2009		S ⁽²⁾	125 D	\$ 13.5 1,142,176	D	
Common Stock	04/29/2009		S ⁽²⁾	100 D	\$ 13.5 1,142,076	D	

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Common Stock 04/29/2009 S⁽²⁾ 100 D \$ 13.55 1,141,976 D

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)	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

Griffin William F Jr
C/O GEMMA POWER SYSTEMS, LLC
2461 MAIN STREET
GLASTONBURY, CT 06033

X VC OF
GPS,
LLC

Signatures

/s/ William
Griffin 04/30/2009

__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).

(1) Sale of shares under the 10b5-1 Plan of William F. Griffin, Jr. This sale of shares (the "Sale") was previously reported in the Form 4 of William F. Griffin, Jr. filed on April 23, 2009. The sale of shares disclosed on the line immediately after the Sale (for 7,201 shares at a price of \$13.5902) was erroneously reported. The Sale has been re-reported in this amended Form 4 to accurately reflect the amount of securities beneficially owned by William F. Griffin, Jr.

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(2) Sale of shares under the 10b5-1 Plan of William F. Griffin, Jr.

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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