

AAON INC
Form 4
May 27, 2015

FORM 4

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

OMB APPROVAL

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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 *
Asbjornson Scott M

(Last) (First) (Middle)
708 W. 79TH STREET S.
(Street)

TULSA, OK 74132

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AAON INC [AAON]

3. Date of Earliest Transaction (Month/Day/Year)
05/26/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Vice President, Finance & CFO

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$.004	05/26/2015		M		2,025	A	\$ 5.03
862,086						D	
Common Stock, par value \$.004	05/26/2015		M		6,750	A	\$ 4.54
868,836						D	
Common Stock, par value \$.004	05/26/2015		S		8,775	D	\$ 24.22
860,061						D	

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Common Stock, par value \$.004	05/27/2015	M	20,250	A	\$ 6.89	880,311	D	
Common Stock, par value \$.004	05/27/2015	M	13,500	A	\$ 8.65	893,811	D	
Common Stock, par value \$.004	05/27/2015	S	33,750	D	\$ 24.3	860,061	D	
Common Stock, par value \$.004						540,000	I	Custodian for the benefit of his children

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 5.03	05/26/2015		M	2,025	03/10/2009 03/10/2018	Common Stock	2,025	
Stock Option (Right to Buy)	\$ 4.54	05/26/2015		M	6,750	03/09/2010 03/09/2019	Common Stock	6,750	
Stock Option (Right to	\$ 6.89	05/27/2015		M	20,250	05/25/2011 05/25/2020	Common Stock	20,250	

Buy)									
Stock									
Option	\$ 8.65	05/27/2015	M	13,500	05/15/2013	05/15/2022	Common	13,500	
(Right to							Stock		
Buy)									
Stock									
Option	\$ 21.93				01/02/2016	01/02/2025	Common	4,805	
(Right to							Stock		
Buy)									

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Asbjornson Scott M 708 W. 79TH STREET S. TULSA, OK 74132			Vice President, Finance & CFO	

Signatures

Scott M. Asbjornson	05/27/2015
<u> </u> 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).

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.