

Gramley Kurtis Dean
Form 4
November 13, 2018

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 *
Gramley Kurtis Dean

2. Issuer Name and Ticker or Trading Symbol
AVALON HOLDINGS CORP
[AWX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/09/2018

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

C/O AVALON HOLDINGS CORPORATION, ONE AMERICAN WAY

(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

WARREN, OH 44484

(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)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock	11/09/2018		M		15,000	A	\$ 2.48	15,000	D
Common Stock ⁽¹⁾	11/09/2018		S ⁽²⁾		307	D	\$ 4.65	14,693	D
Common Stock ⁽¹⁾	11/09/2018		S ⁽²⁾		313	D	\$ 4.64	14,380	D
Common Stock ⁽¹⁾	11/09/2018		S ⁽²⁾		1,001	D	\$ 4.63	13,379	D
	11/09/2018		S ⁽²⁾		4,229	D	\$ 4.6	9,150	D

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Common
Stock (1)

Common Stock <u>(1)</u>	11/09/2018		S ⁽²⁾	532	D	\$ 4.55	8,618	D
Common Stock <u>(1)</u>	11/09/2018		S ⁽²⁾	900	D	\$ 4.52	7,718	D
Common Stock <u>(1)</u>	11/09/2018		S ⁽²⁾	7,718	D	\$ 4.5	0	D

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)
Stock Options (Right to Buy)	\$ 2.48	11/09/2018		M	15,000	03/01/2010 ⁽³⁾ 03/01/2020	Class A Common Stock 15,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Gramley Kurtis Dean
C/O AVALON HOLDINGS CORPORATION
ONE AMERICAN WAY
WARREN, OH 44484

X

Signatures

/s/ Kurtis D. Gramley 11/13/2018

__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) The shares sold were acquired contemporaneously upon the cashless exercise of a stock option at an exercise price of \$2.48 per share.
- (2) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting person on August 31, 2018.

- The date indicated is the grant date and the options vest in five equal installments beginning one year from the grant date. At the end of
- (3) each vesting period, the Avalon Holdings Corporation Class A common stock must reach a predetermined market price within three years before the vested options are exercisable.

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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