

PANHANDLE OIL & GAS INC
 Form 4
 February 12, 2014

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 *
 LIGON DUKE R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 5400 N. GRAND BLVD., SUITE 300
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/10/2014

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

OKLAHOMA CITY, OK 73112

(City) (State) (Zip)

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

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 Price (D)			
Panhandle Class A Common	02/10/2014	02/10/2014	S		200	D	\$ 36.42 211,017	D
Panhandle Class A Common	02/10/2014	02/10/2014	S		6,695	D	\$ 36.4 204,322	D
Panhandle Class A Common	02/10/2014	02/10/2014	S		728	D	\$ 36.35 203,594	D
Panhandle Class A Common	02/10/2014	02/10/2014	S		1,000	D	\$ 202,594	D

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Class A Common							36.27		
Panhandle Class A Common	02/10/2014	02/10/2014	S	100	D	\$ 36.24	202,494	D	
Panhandle Class A Common	02/10/2014	02/10/2014	S	12,000	D	\$ 36.2	190,494	D	
Panhandle Class A Common	02/10/2014	02/10/2014	S	1,500	D	\$ 36.15	188,994	D	
Panhandle Class A Common	02/10/2014	02/10/2014	S	300	D	\$ 36.11	188,694	D	
Panhandle Class A Common	02/10/2014	02/10/2014	S	400	D	\$ 36.08	188,294	D	
Panhandle Class A Common	02/10/2014	02/10/2014	S	800	D	\$ 36.07	187,494	D	
Panhandle Class A Common	02/10/2014	02/10/2014	S	3,500	D	\$ 36.06	183,994	D	
Panhandle Class A Common	02/10/2014	02/10/2014	S	1,400	D	\$ 36	182,594	D	

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

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 control number.

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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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code V	(A) (D)	Title			

Date Exercisable	Expiration Date	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LIGON DUKE R 5400 N. GRAND BLVD., SUITE 300 OKLAHOMA CITY, OK 73112	X			

Signatures

Duke R. Ligon, by Lonnie J. Lowry, Attorney
in Fact

02/12/2014

__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.
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