

# AMERICAN RAILCAR INDUSTRIES, INC.

Reported by  
**FUNDLER YEVGENY**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 03/09/17 for the Period Ending 03/07/17

Address	100 CLARK STREET ST. CHARLES, MO 63301
Telephone	636-940-6000
CIK	0001344596
Symbol	ARII
SIC Code	3743 - Railroad Equipment
Industry	Heavy Machinery & Vehicles
Sector	Industrials
Fiscal Year	12/31

# FORM 4

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

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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 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person - <b>Fundler Yevgeny</b>  (Last) (First) (Middle) <b>C/O AMERICAN RAILCAR INDUSTRIES, INC., 100 CLARK STREET</b>  (Street) <b>ST. CHARLES, MO 63301</b>  (City) (State) (Zip)		2. Issuer Name and Ticker or Trading Symbol <b>American Railcar Industries, Inc. [ ARII ]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) <b>SVP, GC and Secretary</b>	
		3. Date of Earliest Transaction (MM/DD/YYYY) <b>3/7/2017</b>			
		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		(A)	(D)	Date Exercisable	Expiration Date					Title
<b>Stock Appreciation Rights</b>	<b>\$40.93</b>	<b>3/7/2017</b>		<b>A</b>	<b>V</b>	<b>14712</b>	<b>(D)</b>	<b>(1)</b>	<b>3/7/2024</b>	<b>Common Stock</b>	<b>14712.0</b>	<b>\$0</b>	<b>14712</b>	<b>D</b>	

### Explanation of Responses:

( The Stock Appreciation Rights were granted on March 7, 2017 and vest and become exercisable in three equal increments on March 7, 2018, March 7, 2019 1) and March 7, 2020, but only if the holder remains employed by the Issuer through each applicable vesting date.

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Fundler Yevgeny C/O AMERICAN RAILCAR INDUSTRIES, INC. 100 CLARK STREET ST. CHARLES, MO 63301</b>			<b>SVP, GC and Secretary</b>	

### Signatures

/s/ Yevgeny Fundler

3/9/2017

\*\*Signature of Reporting Person

Date

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

\* 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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