

WRIGHT PHILLIP D

Form 4

April 26, 2019

**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 \*  
**WRIGHT PHILLIP D**

(Last) (First) (Middle)

17988 EDISON AVE.

(Street)

CHESTERFIELD, MO 63005

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Aegion Corp [AEGN]

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

04/24/2019

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)

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)
Common Stock <u>(1)</u>	04/24/2019		A	5,100 (2)	A \$ 0 54,094	D	
Common Stock <u>(3)</u>	04/24/2019		A	63	A \$ 0 54,157	D	
Common Stock					10,000	I	Individual Retirement Account

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**

SEC 1474  
(9-02)

number.

**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. 10)
				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
WRIGHT PHILLIP D 17988 EDISON AVE. CHESTERFIELD, MO 63005	X

## Signatures

/s/ Mark A. Menghini, as Attorney-in-Fact for Phillip D.  
Wright

04/26/2019

\_\_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) Historically, the reporting person has reported deferred stock unit ("DSU") grants as a separate line item. Going forward, the reporting person will combine both DSUs and Class A common stock, \$0.01 par value per share ("Common Stock"), on one line, as has been done on this Form 4.

(2) Annual award of DSUs. Each DSU represents the issuer's obligation to transfer one share of Common Stock in accordance with the terms of the deferred stock unit agreement pursuant to which the DSUs were granted. The DSUs were granted under the issuer's Non-Employee Director Equity Plan, and are subject to a one-year vesting period from the date of grant. Once the DSUs vest, shares of Common Stock equal to the number of DSUs reflected in the reporting person's account will be distributed to the reporting person either promptly following termination of the reporting person's service on the issuer's Board of Directors or, at the reporting person's election of a specified distribution date.

(3) Grant of DSUs in lieu of increase in cash retainer for board service during the second quarter 2019 as a result of becoming chair of the Compensation Committee. Each DSU represents the issuer's obligation to transfer one share of Common Stock in accordance with the terms of the deferred stock unit agreement pursuant to which the DSUs were granted. The DSUs were granted under the issuer's Non-Employee Director Equity Plan, and are immediately vested upon grant. Promptly following termination of the undersigned's service on the issuer's Board of Directors or, at the undersigned's election, a specified distribution date, the issuer will distribute to the

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undersigned shares of Common Stock equal to the number of DSUs reflected in the undersigned's account at such time.

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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