

NATURAL GAS SERVICES GROUP INC

Form 4

September 01, 2005

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 *
YADON RICHARD L

2. Issuer Name **and** Ticker or Trading
Symbol
NATURAL GAS SERVICES
GROUP INC [NGS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
4444 VERDE GLEN CT.
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/31/2005

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

MIDLAND, TX 79707

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

(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)
			Code	V	Amount	(A) or (D) Price			
Common Stock	08/31/2005		S		6,000	D \$ 19.12	273,500	D	
Common Stock	08/31/2005		S		1,000	D \$ 19.25	272,500	D	
Common Stock	08/31/2005		S		100	D \$ 19.3	272,400	D	
Common Stock	08/31/2005		S		700	D \$ 19.4	271,700	D	
Common Stock	08/31/2005		S		900	D \$ 19.43	270,800	D	

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Common Stock	08/31/2005	S	600	D	\$ 19.44	270,200	D
Common Stock	08/31/2005	S	700	D	\$ 19.45	269,500	D
Common Stock	08/31/2005	S	1,000	D	\$ 19.55	268,500	D
Common Stock	08/31/2005	S	1,500	D	\$ 19.7	267,000	D
Common Stock	08/31/2005	S	1,000	D	\$ 19.73	266,000	D
Common Stock	08/31/2005	S	500	D	\$ 19.75	265,500	D
Common Stock	08/31/2005	S	400	D	\$ 19.8	265,100	D
Common Stock	08/31/2005	S	600	D	\$ 19.83	264,500	D

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

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SEC 1474
(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Purchase Warrant (right to buy)	\$ 2.5							03/31/2001	12/31/2006	Common Stock	9,365
Stock Purchase	\$ 3.25							04/24/2002	04/23/2007	Common Stock	5,318

Warrant
(right to buy)

Nonqualified Stock Option (right to buy) <u>(1)</u>	\$ 5.55	12/31/2003	12/31/2013	Common Stock	2,500
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Nonqualified Stock Option (right to buy) <u>(1)</u>	\$ 9.34	01/05/2005	01/05/2015	Common Stock	2,500
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YADON RICHARD L 4444 VERDE GLEN CT. MIDLAND, TX 79707	X			

Signatures

/s/ Richard L. Yadon	09/01/2005
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 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) Granted to the reporting person pursuant to the Natural Gas Services Group, Inc. 1998 Stock Option Plan.

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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