FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated av erage burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Meyer David Joseph						2. Issuer Name and Ticker or Trading Symbol Titan Machinery Inc. [TITN]								Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner						
(Last) (First) (Middle) 644 EAST BEATON DRIVE						Date of Earliest Transaction (Month/Day/Year) 05/28/2021									X Officer (give title below) Chairman and CEO					
(Street) WEST FARGO ND 58078					4. If Amendment, Date				of Origi	nal Fi	iled (Month/Day/Year)			1 1			Group Filing (Chec y One Reporting P y More than One F		Person	
(City)	(State	, ,	ip)			Person											- T			
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Date				2. Transact Date (Month/Day	/ Year) i	zA Deemed Execution Date, if any (Month/Day/Year)		е,	3. Transaction Code (Instr. 8)		4. Securities Acquir Disposed Of (D) (In 5)				5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price		Reported Transaction (Instr. 3 and				(Instr. 4)	
Common Stock				05/28/2021					S		100,000	D	\$31.3	31(1) 212,864		64	D			
Common Stock				05/28/2021					S		100,000	D	\$31.3	1(1)	1,850,000		I		By the Meyer Family Investment Limited Partnership ⁽²⁾	
Common Stock 06				06/01/2	06/01/2021				S		100,000	D	\$32.0	112,864		I)			
Common Stock				06/01/2021					S		100,000	D	\$32.0	2(3)	1,750,000		I		By the Meyer Family Investment Limited Partnership ⁽²⁾	
	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)	e Execu	emed tion Date, h/Day/Year)	4. Transac Code (li 8)		5. Number of Derivative Securities Acquired (A or Disposed o (D) (Instr. 3 4 and 5)		Expiration (Month/Day			7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownersh Form: Direct (D or Indire (I) (Instr. 4)	Beneficial Ownership ect (Instr. 4)	
					Code	v	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	or Numb of Share							

Explanation of Responses:

- 1. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$30,5000 to \$32,2200, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- 2. The reporting person transferred these shares to the Meyer Family Investment Limited Partnership, a limited partnership for which the reporting person and the reporting person's spouse are the general partners and for which certain trusts for the benefit of the reporting person and the reporting person's family are limited partners.
- 3. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$30.990 to \$32.640, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

Remarks:

/s/ Steven Noack as Attomey-in-Fact for David J. Meyer pursuant to Power of Attorney previously filed.

** 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.

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 Number.