

Gebbia Gloria E
Form 4
February 06, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Gebbia Gloria E

2. Issuer Name **and** Ticker or Trading
Symbol
SIEBERT FINANCIAL CORP
[SIEB]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
02/02/2018

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

C/O SIEBERT FINANCIAL
CORP., 120 WALL STREET

(Street)

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

NEW YORK, NY 10005

(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 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)
Common Stock, \$0.01 par value per share	02/02/2018		S	288,537	D \$ 5.04	3,297,800	D
Common Stock, \$0.01 par value per share	02/02/2018		S	900,318	D \$ 5.04	4,349,494	I ⁽¹⁾
	02/02/2018		S	70,000	D	12,917,283	I ⁽²⁾

By family
(1)

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Common Stock, \$0.01 par value per share	\$ 5.04	By KCA (2)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
Gebbia Gloria E C/O SIEBERT FINANCIAL CORP., 120 WALL STREET NEW YORK, NY 10005	X	X		

Signatures

/s/ Gloria E.
Gebbia 02/06/2018

**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).

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- Pursuant to a Common Stock Purchase Agreement dated January 31, 2018, on February 2, 2018, the Reporting Person and certain members of the Reporting Person's family sold Issuer common stock in a private transaction. The Reporting Person may be deemed to be
- (1) the indirect beneficial owner of a total of 4,349,494 shares of Issuer common stock owned by a family trust and certain family members. The Reporting Person disclaims beneficial ownership of such shares of Issuer common stock, except to the extent of the Reporting Person's pecuniary interest therein.

- Pursuant to a Securities Purchase Agreement dated January 31, 2018, on February 2, 2018, Kennedy Cabot Acquisition, LLC ("KCA") sold 70,000 shares of Issuer common stock in a private transaction. The Reporting Person is the Managing Member of KCA and may be
- (2) deemed to be the indirect beneficial owner of 12,917,283 shares of Issuer common stock directly owned by KCA. The Reporting Person disclaims beneficial ownership of the shares of Issuer common stock owned by KCA, except to the extent of the Reporting Person's pecuniary interest therein.

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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