

Richmond David S.  
Form 4  
October 17, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Richmond David S.

2. Issuer Name and Ticker or Trading Symbol  
ROCKWELL MEDICAL, INC.  
[RMTI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3568 WILDWOOD AVENUE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
10/15/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_\_ Other (specify below)  
See Footnotes 1 and 2

JACKSON, MI 49202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_X\_ 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)                  |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
|  |                                      |  |                                | (A) or (D) Price  |   |  |  |
| Common Stock <sup>(1)</sup><br><u>(2)</u> <u>(3)</u> | 10/15/2018                           |  | P                              | 5,541,562 A <u>(4)</u>  | 5,541,562   | I  | By: The RBI Opportunities Fund, LLC <sup>(5)</sup> |
| Common Stock <sup>(1)</sup><br><u>(2)</u> <u>(3)</u> |                                      |  |                                |   | 164,841   | I  | By: RBI Private Investment I, LLC <sup>(6)</sup>   |
| Common Stock <sup>(1)</sup><br><u>(2)</u> <u>(3)</u> |                                      |  |                                |   | 38,490  | I  | By: RBI Private Investment II, LLC <sup>(7)</sup>  |

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|   |         |   |  |
|---|---------|---|--|
| Common<br>Stock <u>(1)</u><br><u>(2)</u> <u>(3)</u> | 52,680  | I | By:<br>Richmond<br>Brothers<br>401(k) Profit<br>Sharing Plan<br><u>(8)</u> |
| Common<br>Stock <u>(1)</u><br><u>(2)</u> <u>(3)</u> | 176,376 | D |  |
| Common<br>Stock <u>(1)</u><br><u>(2)</u> <u>(3)</u> | 42,536  | I | By: Matthew<br>J. Curfman  |
| Common<br>Stock <u>(1)</u><br><u>(2)</u> <u>(3)</u> | 36,249  | I | By: Spouse of<br>Matthew J.<br>Curfman <u>(12)</u>                         |
| Common<br>Stock <u>(1)</u><br><u>(2)</u> <u>(3)</u> | 28,096  | I | By: Spouse of<br>David S.<br>Richmond <u>(9)</u>                           |
| Common<br>Stock <u>(1)</u><br><u>(2)</u> <u>(3)</u> | 147     | I | By: Daughter<br>of David S.<br>Richmond <u>(10)</u>                        |
| Common<br>Stock <u>(1)</u><br><u>(2)</u> <u>(3)</u> | 7       | I | By: Son of<br>David S.<br>Richmond <u>(11)</u>                             |

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<br>Derivative<br>Security<br>(Instr. 3)    | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>Number<br>Shares |       |
|--|--|---|---|--------------------------------------|--|--|--|----------------------------|-------|
|  |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date   | Title                      |       |
| Warrants<br>(right to<br>buy) <u>(1)</u><br><u>(2)</u> | \$ 4.96 <u>(4)</u>   | 10/15/2018                              |   | P                                    | 5,541,562  | 04/17/2019   | 10/17/2023   | Common<br>Stock            | 2,770 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |                       |
|---|---------------|-----------|---------|-----------------------|
|   | Director      | 10% Owner | Officer | Other                 |
| Richmond David S.<br>3568 WILDWOOD AVENUE<br>JACKSON, MI 49202                            |               | X         |         | See Footnotes 1 and 2 |
| RBI Private Investment I, LLC<br>3568 WILDWOOD AVENUE<br>JACKSON, MI 49202                |               |           |         | See Footnotes 1 and 2 |
| RBI Private Investment II, LLC<br>3568 WILDWOOD AVENUE<br>JACKSON, MI 49202               |               |           |         | See Footnotes 1 and 2 |
| RBI OPPORTUNITIES FUND, LLC<br>3568 WILDWOOD AVENUE<br>JACKSON, MI 49202                  |               |           |         | See Footnotes 1 and 2 |
| RBI PI Manager, LLC<br>3568 WILDWOOD AVENUE<br>JACKSON, MI 49202                          |               | X         |         | See Footnotes 1 and 2 |
| Richmond Brothers 401(k) Profit Sharing Plan<br>3568 WILDWOOD AVENUE<br>JACKSON, MI 49202 |               |           |         | See Footnotes 1 and 2 |
| Richmond Brothers, Inc.<br>3568 WILDWOOD AVENUE<br>JACKSON, MI 49202                      |               |           |         | See Footnotes 1 and 2 |
| Curfman Matthew J.<br>3568 WILDWOOD AVENUE<br>JACKSON, MI 49202                           |               |           |         | See Footnotes 1 and 2 |

## Signatures

|   |            |
|---|------------|
| By: /s/ David S. Richmond   | 10/17/2018 |
| __Signature of Reporting Person   | Date       |
| By: RBI Private Investment I, LLC; By: RBI PI Manager, LLC, Manager; By: /s/ David S. Richmond, Manager   | 10/17/2018 |
| __Signature of Reporting Person   | Date       |
| By: RBI Private Investment II, LLC; By: RBI PI Manager, LLC, Manager; By: /s/ David S. Richmond, Manager  | 10/17/2018 |
| __Signature of Reporting Person   | Date       |
| By: The RBI Opportunities Fund, LLC; By: RBI PI Manager, LLC, Manager; By: /s/ David S. Richmond, Manager | 10/17/2018 |
| __Signature of Reporting Person   | Date       |
| By: RBI PI Manager, LLC; By: /s/ David S. Richmond, Manager   | 10/17/2018 |
| __Signature of Reporting Person   | Date       |



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