

# **SECURITIES & EXCHANGE COMMISSION EDGAR FILING**

# **BIO KEY INTERNATIONAL INC**

Form: 4

Date Filed: 2018-08-10

Corporate Issuer CIK: 1019034

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## FORM 4

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

	OMB APPROVAL							
,	OMB Number:	3235-0287						
	Estimated average burden h	nours						
	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 OF SECURITIES

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

Y INTERNA	ting Person-  (First) TIONAL, INC., (	(Middle)	BIO KEY				_	•			5. Relationship of	f Reporting	Person(s) to Is	suer	
Y INTERNA		' '	2 Date of E		Issuer Name and Ticker or Trading Symbol     BIO KEY INTERNATIONAL INC [BKYI]							Relationship of Reporting Person(s) to Issuer     (Check all applicable)     X Director			
38, BUILDIN	IG A, SUITE E	3349	08/09/201		t Transa	ction (Mo	nth/D	ay/Year)			Officer (give titl	e below)		(specify below)	
(Street) WALL, NJ 07719												Individual or Joint/Group Filing(Check Applicable Line)     X_ Form filed by One Reporting Person     Form filed by More than One Reporting Person			
	(State)	(Zip)	Table I - Non-Derivative Securities Acqui							Luired, Disposed of, or Beneficially Owned					
(Instr. 3) Date			Execution Date, it		te, if Co	if Code (Instr. 8)			sposed of				ion(s)	Ownership Form:	Beneficia
			(Month/Day/Yea		ear)	Code		Amount	(A) or (D)	Price	ne e			` '	Ownersh (Instr. 4)
ock		08/09/2018				Α		547 <sup>(1)</sup>	Α	\$0	9,807			D	
2. Conversion or Exercise Price of Derivative	3A. Deemed Execution Date, i	(e.g., puts, calls, 4. Transaction 5. Code De (Instr. 8) Se		5. Num Derivat Securiti Acquire	urities Acquired, s, warrants, option 5. Number of Derivative Securities Acquired (A) or		d, Disposed of, or Beneficially ions, convertible securities)  6. Date Exercisable and Expiration Date  7. Titl Unde		e and Amount of rlying Securities	8. Price of Derivative Security (Instr. 5)	Derivative Securities Beneficially	Form of Derivative	Beneficia		
Security	curity		Code	V	(Instr. 3	(D)	Dat			Litte			Following Reported Transaction(s (Instr. 4)	. ,	
g Owner	's														
rting Owner N	ame / Address	Director	Relationsl	<del>Ė</del>	icer Otl	her									
	ty  2. Conversion or Exercise Price of Derivative Security  g Owner	(State)  ty  Cock  Conversion or Exercise Price of Derivative  (State)  (State)  3. Transaction Date (Month/Day/Year)	(State) (Zip)  ty 2. Transaction Date (Month/Day/Ye  DCk 08/09/2018  Port on a separate line for each class of securities ber  Table I  2. Conversion Or Exercise Price of Derivative Security  GOWNERS  Table I  2. (Month/Day/Year) (Month/Day/Year)  Or Exercise Price of Derivative Security	ty 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Table II - Derivative (e.g., put: (e.g., put: Conversion or Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code Gode Gode Gode Gode Gode Gode Gode G	ty    Canonic   Canonic	Table II - Derivative Securities  Conversion or Exercise Price of Derivative Security  2. Transaction Date (Month/Day/Year)  3. Transaction (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warr (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)	Table I - Number of Execution Date  (State)  2. Transaction Date (Month/Day/Year)  Date (Month/Day/Year)  Ock  Date (Month/Day/Year)  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opt or Exercise Price of Derivative Security  Security  3. Transaction Date Execution Date (e.g., puts, calls, warrants, opt described on the privative Securities Acquired (e.g., puts, calls, warrants, opt described on the privative Security (Month/Day/Year)  (Month/Day/Year)  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code  V (A) (D)  G Owners  Relationships	(State)  (Zip)  Table I - Non-D  Table II - Derivative Securities Acquired, Distory any  (And Derivative Securities Acquired, Distory any  (And Derivative Securities Acquired, Distory any  (And Derivative Securities Acquired, Distory any  (Month/Day/Year)  Table II - Derivative Securities Acquired, Distory any  (Month/Day/Year)  Table II - Derivative Securities Acquired, Distory any  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Distory any  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Distory and Date (Instr. 8)  (Code (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Distory and Date (Instr. 8)  (Code (Instr. 8)  Table II - Non-D  Table	(State) (Zip) Table I - Non-Derivative  Table I - Non-Derivative  2. 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Deemed Execution Date, if Code (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) or Disposed of (Instr. 8)  (Instr. 8)  (A) or Disposed of (Instr. 3, 4 and 5)  (A) or Observative Securities Acquired, Disposed of Observative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security (Instr. 8)  (A) or Observative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)	Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired (Disposed of, or Beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired (Disposed of, or Beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired (Disposed of, or Beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired (Disposed of, or Beneficially owned directly or indirectly.  Persons who respond to the content of th	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (D) Price (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr. 3) (Month/Day/Year) (Month/Day	Table I - Derivative Securities Acquired (A) or Disposed of (Disposed	Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Instr. 4)  Table II - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (A) or Disposed of (D) (Instr. 3 and 4)  Table II - Derivative Securities Acquired (Instr. 8)  Table II - Derivative Securities Acquired (Instr. 4)  Table II - Derivative Securities Acquired (Instr. 8)  Table II - Non-Derivative Securities Acquired

### **Signatures**

/s/ Thomas E. Bush III	08/10/2018
-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).
- (1) Represents shares issued to the Reporting Person on August 9, 2018 under the Issuer's 2015 Equity Incentive Plan in payment of board meeting attendance fees.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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(Print or Type Re	esponses)															
Name and Address of Reporting Person     Bush, III Thomas				Issuer Name and Ticker or Trading Symbol     BIO KEY INTERNATIONAL INC [BKYI]						Relationship of Reporting Person(s) to Issuer     (Check all applicable)     X Director 10% Owner						
(Middle) C/O BIO-KEY INTERNATIONAL, INC., 3349 HIGHWAY 138, BUILDING A, SUITE E				Date of Earliest Transaction (Month/Day/Year)     8/09/2018							Officer (give titl	e below)	Other	(specify below)		
(Street) WALL, NJ 07719				4. If Amendment, Date Original FiledMonth/Day/Year)						_X_ Form filed by One	Individual or Joint/Group Filling(Check Applicable Line)     X_Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City)		(State)	(Zip)			Table I - N	lon-	Derivati	ve Se	curitie	s Acq	uired, Disposed o	of, or Bene	ficially Owned		
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Yea	Execution Date,		(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)						Ownership Form:	7. Nature of Indirect Beneficial Ownership		
				,	,	Code	٧		unt	(A) or (D)	Price	e			or Indirect (I) (Instr. 4)	(Instr. 4)
Common Sto	ck		08/09/2018	. A		Α		547	( <u>1)</u> A		\$0	9,807		D		
Reminder: Repo	ort on a separat	te line for each class	s of securities ben	eficially own	ed direc	F	ers orm		requi	red to		collection of infor				1474 (9-02)
			Table II			ties Acquired	d, Di	isposed	of, or	Benef		y Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	conversion r Exercise (Month/Day/Year) an (Merivative		(Instr. 8) Sec Acc Dis		erivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		Date	Unde	le and Amount of erlying Securities . 3 and 4)	Derivative	9. Number of Derivative Securities Beneficially Owned Following		11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A) (D)		ate xercisab		oiration e	LITIE	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	
	_															

## **Reporting Owners**

Departing Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Bush, III Thomas C/O BIO-KEY INTERNATIONAL, INC. 3349 HIGHWAY 138, BUILDING A, SUITE E WALL, NJ 07719	Х						

## **Signatures**

/s/ Thomas E. Bush III	08/10/2018
Signature of Reporting Person	Date

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