

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

BIO KEY INTERNATIONAL INC

Form: 4

Date Filed: 2019-11-14

Corporate Issuer CIK: 1019034

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

OMB APPRO	VAL
OMB Number:	3235-0287
Estimated average burd	en 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 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

(Print or Type F	Responses)															
Name and A Knook Piete	E	2. Issuer N BIO KEY I				_	•		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
C/O BIO-KE	00.40	3. Date of Ea 11/12/2019		ransac	tion (Moi	nth/D	ay/Year)		Officer (give titl	le below)		(specify below)				
WALL, NJ 0	07719	4	4. If Amendm	nent, Da	ate Oriç	ginal File	d Mon	th/Day/Year)		Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)		(State)	(Zip)	Table I - Non-Derivative Securities Acqu							uired, Disposed (of, or Benef	ficially Owned			
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date ar) (Month/Day/Yea		(Instr. 8)		n	4. Securit (A) or Dis (Instr. 3,	posed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			Ownership of In Form: Ben	7. Nature of Indirect Beneficia Ownersh	
							V	Amount	(A) or (D)	Price	or Indirect (I				(Instr. 4)	
Common St	tock		11/12/2019				Α		1,969 <u>(1)</u>	А	\$ 0	16,065			D	
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, i	4. Transaction 5 (Code (Instr. 8)		urities Acquired, s, warrants, option 5. Number of Derivative		MB control number. Disposed of, or Bencons, convertible secution. Convertible secution Date (Month/Day/Year)		or Bene ole secur isable n Date	7. Title Under	e and Amount of rlying Securities 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D)	Beneficia
				Code	V	(A)	(D)	Dat	te E ercisable D	xpiration ate	Litle	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	
Reportir	ng Owne	rs														
Reporting Owner Name / Address				Relationsh	Ė	1										
Knook Pieter Cornelis C/O BIO-KEY INTERNATIONAL, INC. 3349 HIGHWAY 138, BUILDING A, SUITE E WALL, NJ 07719				10% Owner	Office	er Othe	er									
Signatui	res															
/s/ Pieter C	Knook	11/14/2019														

Explanation of Responses:

-Signature of Reporting Person

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- ** 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 November 12, 2019 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 F	Responses)															
1. Name and A		2. Issuer Na				_	•		5. Relationship of Reporting Person(s) to Issuer							
Knook Piete		BIO KEY I	NTE	RNATI	ONAL	INC	[BKYI]		(Check all applicable) X Director 10% Owner							
	EY INTERNA 138, BUILDIN	0040	3. Date of Ea 11/12/2019		Fransact	tion (Mor	nth/D	Day/Year)		Officer (give titl	le below)	Other	(specify below)			
WALL, NJ 0	4	1. If Amendm	nent, D	ate Oriç	jinal File	d Mon	th/Day/Year)		_X_ Form filed by One	Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	((Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, if ar) any (Month/Day/Year)		, if Code (Inst	(Instr. 8)		A. 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)			Ownership Form:	7. Nature of Indirect Beneficial Ownership	
					C	Code V		Amount	(A) or (D)	Pric	ee	or Indirect (I) (Instr. 4)	(Instr. 4)			
Common St	tock		11/12/2019				Α		1,969 (1)	А	\$ 0	16,065			D	
Title of Derivative	2. Conversion	e line for each clas 3. Transaction Date		- Derivative (e.g., puts	e Secu	ırities A	Pe fo Ol cquired nts, opti	m a MB o , Dis ons,	are not rec control nu sposed of,	or Beneble secu	resperiiciali rities)	-	m displays 8. Price of			1474 (9-02
Security (Instr. 3)	or Exercise Price of Derivative Security	e of wative (Month/Day/Year) any (Mon		(ear) Acc		ecurities ecquired (A) or disposed of (D) nstr. 3, 4, and 5)		(Mo	(Month/Day/Year) (I		(Inst	r. 3 and 4) Amount or	Security (Instr. 5)	Securities Beneficially Owned Following Reported	Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
				Code	٧	(A)	(D)		ercisable [Title	Number of Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
Reportir	ng Ownei	rs														
Rep	Director	Relationships 10% Owner Officer Other														
Knook Pieter Cornelis C/O BIO-KEY INTERNATIONAL, INC. 3349 HIGHWAY 138, BUILDING A, SUITE E WALL, NJ 07719																
Signatu	res															
/s/ Pieter C	Knook	11/14/2019														

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