

# SECURITIES & EXCHANGE COMMISSION EDGAR FILING

## BARFRESH FOOD GROUP INC.

**Form: 4**

**Date Filed: 2019-01-09**

Corporate Issuer CIK: 1487197

☐ 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 Responses)

|                                                             |                                         |                                                                                  |                                   |                                                                                                                                                                                                                                                                           |                                                                                                     |                                                                   |                                                          |
|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------------|-----------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| 1. Name and Address of Reporting Person<br>WARE ALEXANDER H |                                         | 2. Issuer Name and Ticker or Trading Symbol<br>BARFRESH FOOD GROUP INC. [BRFH]   |                                   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director<br><input type="checkbox"/> Officer (give title below)<br><input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Other (specify below) |                                                                                                     |                                                                   |                                                          |
| (Last) (First) (Middle)<br>8383 WILSHIRE BLVD, SUITE 750    |                                         | 3. Date of Earliest Transaction (Month/Day/Year)<br>07/17/2018                   |                                   |                                                                                                                                                                                                                                                                           |                                                                                                     |                                                                   |                                                          |
| (Street)<br>BEVERLY HILLS,, CA 90211                        |                                         | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |                                   | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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<br>(Instr. 3)                          | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year)                            | 3. Transaction Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5)                                                                                                                                                                                                      | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|                                                             |                                         |                                                                                  | Code V                            | Amount (A) or (D) Price                                                                                                                                                                                                                                                   |                                                                                                     |                                                                   |                                                          |
| Common stock                                                | 07/17/2018                              |                                                                                  | A                                 | 42,017 A                                                                                                                                                                                                                                                                  | (1) 343,865                                                                                         | I                                                                 | See footnote (2)                                         |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

|  |                                                                                                                                                                        |                 |
|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|
|  | 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 control number. | 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 Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|                                               |                                                        |                                         |                                                       | 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 |
| WARE ALEXANDER H<br>8383 WILSHIRE BLVD, SUITE 750<br>BEVERLY HILLS,, CA 90211 | X             |           |         |       |

## Signatures

|                               |            |
|-------------------------------|------------|
| /s/ Alexander H. Ware         | 01/09/2019 |
| 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 director's compensation granted in stock pursuant to the Issuer's compensation plan for non-employee directors.

(2) Reporting person exercises voting and dispositive power as trustee of Alexander Ware Revocable Trust u/a/d 12/29/04.

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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FORM 4

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

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person  
WARE ALEXANDER H

(Last)(First)(Middle)

8383 WILSHIRE BLVD, SUITE 750

(Street)

BEVERLY HILLS,, CA 90211

(City)(State)(Zip)

2. Issuer Name and Ticker or Trading Symbol  
BARFRESH FOOD GROUP INC. [BRFH]

3. Date of Earliest Transaction (Month/Day/Year)  
07/17/2018

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

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  

☒ Director

☐ 10% Owner

☐ Officer (give title below)

☐ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  

☒ Form filed by One Reporting Person

☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |   |                  |
|------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|----------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------|---|------------------|
| Common stock                       | 07/17/2018                              |                                                       | A                                 | 42,017                                                               | A                                                                                                | (1)                                                         | 343,865                                                  | I | See footnote (2) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|-----------------------------------------------------------|
|                                               |                                                        |                                         |                                                       | Code                              | V                                                                                          | (A)(D)                                                      | Date ExercisableExpiration Date                                  | Title                                         | Amount or Number of Shares                                                                            |                                                                                     |                                                           |

Reporting Owners

| Reporting Owner Name / Address                                                | Relationships |           |         |       |
|-------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                               | Director      | 10% Owner | Officer | Other |
| WARE ALEXANDER H<br>8383 WILSHIRE BLVD, SUITE 750<br>BEVERLY HILLS,, CA 90211 | X             |           |         |       |

Signatures

/s/ Alexander H. Ware

01/09/2019

\*\*Signature of Reporting Person

Date

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