

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

BK Technologies Corp

Form: 4

Date Filed: 2020-06-01

Corporate Issuer CIK: 2186

© Copyright 2020, Issuer Direct Corporation. All Right Reserved. Distribution of this document is strictly prohibited, subject to the terms of use.

FORM 4

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

OMB APPRO	VAL					
OMB Number: 3235-028						
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.

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

				inve	SIM	ent Con	ipany .	ACL OF I	940								
(Print or Type F	Responses)																
	Address of Repor al Global Inve	•		2. Issuer N BK Techn					bol			5. Relationship o		ck all applica			
4201 CONG		(First) EET, SUITE 14	(Middle)	 Date of Ea 05/28/202 		Transacti	ion (Moi	nth/Day/\	'ear)			Officer (give title	e below)		ther (specify	below)	
	(-	Street)		4. If Amendn	nent,	Date Origi	inal File	d Month/Day	/Year)			6. Individual or Jo Form filed by One _X_ Form filed by Mor	Reporting Pers	son	pplicable Lir	ne)	
	TE, NC 28209											_X_ Portif filed by Mor	e triari Orie nei	porting Person			
(City)	((State)	(Zip)			Tab	ole I - No	on-Deriv	ative S	Securities	Ac	quired, Disposed o	f, or Benef	ficially Own	ed		
1.Title of Secur (Instr. 3)	rity		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D		3. Trans f Code (Instr. 8)		4. Secu or Disp (Instr. 3	osed o	f (D)	Ó	5. Amount of Securit Owned Following Re Transaction(s)		Ċ	Ownership orm:		
			(Month Bay) Today	(Month/Day/	Year	. ,		(IIIOU. C	(A) or			(Instr. 3 and 4)		D	r Indirect	Owne (Instr	ership
						Code) V	Amoun	(D)	Price	4			(I	nstr. 4)		
Common St share	tock, par valu	e \$0.60 per	05/28/2020			Р		1,789 (3)	А	\$ 3.0019 (4)	7	754,188 <u>(1)</u> <u>(2)</u>		ı			damental vist Fund v
Common St share	tock, par valu	e \$0.60 per	05/28/2020			Р		4,175 (3)	А	\$ 3.0019 (4)		1,263,367 (1) (2)		ı		Glob Part Mas	ners
Common St share	tock, par valu	e \$0.60 per	05/29/2020			Р		1,789 (3)	A	\$ 2.83 ⁽⁵⁾	9 -	755,977 (1) (2)		I			damental vist Fund
Common St share	tock, par valu	e \$0.60 per	05/29/2020			Р		4,175 (3)	Α	\$ 2.83 ⁽⁵⁾	9 .	1,267,542 ⁽¹⁾ ⁽²⁾		I		Glob Part Mas	ners
Common St share	tock, par valu	e \$0.60 per										1,083,875 (1) (2)		I		Glob	damental oal lings, LP
Common St share	tock, par valu	e \$0.60 per										106,383 ⁽¹⁾ ⁽²⁾		I		Asse Alloo Mas	cation
Damindan Dan							1:41-		•								
Reminder: Rep	oort on a separat	e line for each cla	ss of securities be	neticially own	iea ai	rectly or in	Po	ersons w	ot req	uired to r		collection of inforr ond unless the for				SEC 1	1474 (9-02)
			Table	II - Derivative				•				•					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Yea	3A. Deemed Execution Date, r) any (Month/Day/Yea	(Instr. 8)	tion		er of e s (A) or of (D)	6. Date and Ex (Month/	Exerci piration	sable Date	7. Ti Und	itle and Amount of lerlying Securities tr. 3 and 4)		9. Number Derivative Securities Beneficially Owned Following Reported	Own Form Deriv Secu Direct	n of ative	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercis		xpiration . ate	Title	Amount or Number of Shares		Transaction			

Reporting Owners

Barantin a Coman Nama / Addusa	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Fundamental Global Investors, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	Х	Х					
Cerminara Kyle C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	Х	X					

Johnson Lewis M C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	Х	X		
MOGLIA JOSEPH H C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209		Х		

Signatures

FUNDAMENTAL GLOBAL INVESTORS, LLC /s/ D. Kyle Cerminara, Chief Executive Officer, Partner and Manager	06/01/2020
-Signature of Reporting Person	Date
/s/ D. Kyle Cerminara	06/01/2020
-Signature of Reporting Person	Date
/s/ Lewis M. Johnson	06/01/2020
-Signature of Reporting Person	Date
/s/ Joseph H. Moglia	06/01/2020
-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).
- The funds managed by Fundamental Global Investors, LLC beneficially own in the aggregate 3,213,777 shares of Common Stock, which represents approximately 25.7% of the Company's outstanding shares of Common Stock. Fundamental Global Investors, LLC may be deemed to be a beneficial owner of the shares of Common Stock that are directly owned by Fundamental Global
- (1) Partners Master Fund, LP ("FGPM"), FGI Global Asset Allocation Master Fund, LP ("FGGM"), Fundamental Global Holdings, LP ("FGHP"), and Fundamental Activist Fund I, LP ("FAFI"). In addition, CWA Asset Management Group, LLC, of which 50% is owned by Fundamental Global Investors, LLC, holds 934,062 shares of Common Stock (excluding Mr. Moglia's shares held in CWA accounts) for the accounts of individual investors, which represents approximately 7.5% of the Company's outstanding shares of Common Stock.
 - Due to their positions with Fundamental Global Investors, LLC and affiliated entities, Messrs. D. Kyle Cerminara, Lewis M. Johnson and Joseph H. Moglia may be deemed to be beneficial owners of the shares of Common Stock disclosed as directly owned by FGPM, FGGM, FGHP and FAFI. Each Reporting Person disclaims beneficial ownership of the shares referred to herein except to the
- (2) extent of his or its pecuniary interest therein. In addition, Mr. Moglia holds 845,813 shares of Common Stock directly and through trusts and the Moglia Family Foundation. Each of Messrs. Cerminara and Johnson directly holds 11,971 shares of Common Stock and 14,439 restricted stock units, in each case received as director compensation. In addition, Messrs. Cerminara and Johnson hold stock options to purchase 10,000 and 5,000 shares of Common Stock, respectively.
- (3) Shares purchased pursuant to a Rule 10b5-1 trading plan entered into by Fundamental Global Investors, LLC on behalf of the funds managed by it.
- The price reported represents a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$2.97 and \$3.03 per share. The Reporting Persons undertake to (4) provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price.
- The price reported represents a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$2.80 and \$2.89 per share. The Reporting Persons undertake to (5) provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price.

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.

FORM 4

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

OMB APPROVAL						
OMB Number: 3235-0287						
Estimated average burde	n hours					
per response	0.5					

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

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

oee msnuc	Alon I(b).			Inve	stm	ent Comp	oany A	Act of 1	940							
Print or Type R	esponses)															
1. Name and A	ddress of Repor	· ·		2. Issuer Na					ol			5. Relationship o		Person(s) to		
(Last)		estors, LLC (First) EET, SUITE 14	10	3. Date of Ea	rliest		-	-	ear)			X Director Officer (give titl		X 109		elow)
4201 CONG		Street)	,	05/28/2020 4. If Amendm		Date Origin	al Filor	Month/Day	Voor)			6. Individual or J	nint/Group F	Filing/Chook Apr	diaabla Lina)	
CHADI OTT	E, NC 28209			4. II Amendii	iciii,	Date Origin	iai i iiec	Įivionin/Day/	rear)			Form filed by One _X_ Form filed by Mor	Reporting Pers	son	micable Line)	
(City)		(State)	(Zip)			Tahl	o I - No	n-Deriva	tive S	Cocuritios	Acau	l ired, Disposed o	of or Renet	ficially Owne	d	
1.Title of Securi	ity			2A. Deemed		3. Transa					_	Amount of Securit				7. Nature of
(Instr. 3)	ty			Execution Da	ate, i	f Code (Instr. 8)	Clion	or Dispo	sed o	f (D)	Ow Tra	vned Following Re ansaction(s) str. 3 and 4)		Ov Fo	nership I rm:	
				(Code	V	Amount	(A) or (D)	Price		· · · · · · · · · · · · · · · · · · ·		or (I)	` '	Instr. 4)
Common Sto share	ock, par valu	e \$0.60 per	05/28/2020			Р		1,789 (3)	A	\$ 3.0019 (4)	75	54,188 <u>(1)</u> <u>(2)</u>		I	F	Fundamental Activist Fund , LP
Common Sto share	ock, par valu	e \$0.60 per	05/28/2020			Р		4,175 (3)	Α	\$ 3.0019 (4)	1,2	263,367 ⁽¹⁾ ⁽²⁾		I	(Fundamental Global Partners Master Fund, LP
Common Sto share	ock, par valu	e \$0.60 per	05/29/2020			Р		1,789 (3)	Α	\$ 2.839 (5)	75	55,977 (1) (2)		ı	1	Fundamental Activist Fund , LP
Common Sto share	ock, par valu	e \$0.60 per	05/29/2020			Р		4,175 (3)	Α	\$ 2.839 (5)	9 1,2	267,542 (<u>1)</u> (<u>2)</u>		ı	(1	Fundamental Global Partners Master Fund, LP
Common Sto share	ock, par valu	e \$0.60 per									1,0	083,875 (1) (2)		I	(Fundamental Global Holdings, LP
Common Sto share	ock, par valu	e \$0.60 per									10	06,383 (1) (2)		I	1	FGI Global Asset Allocation Master Fund, LP
Reminder: Ren	ort on a senarat	te line for each cla	ss of securities be	neficially own	ad di	rectly or in	directly									
rteminuer. rtepi	Jit on a separati	e line for each cla	ss of securities be	nencially own	eu ui	rectly of file	Pe	rsons w	t requ	uired to r		ollection of inform and unless the for				EC 1474 (9-02)
			Table	II - Derivative			quired,	Dispose	d of,	or Benefi	-	Owned				
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, r) any (Month/Day/Yea	4. Transac if Code (Instr. 8)	tion	5. Number Derivative Securities Acquired (ADisposed of (Instr. 3, 4,	of A) or of (D)	6. Date and Exp	Exerci:	sable 7	7. Title Jnderl	e and Amount of lying Securities 3 and 4)		9. Number of Derivative Securities Beneficially Owned Following	Owner Form of Derivation Security Direct	tive Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisa		xpiration ate		mount or lumber of Shares		Reported Transaction((Instr. 4)	or India s) (I) (Instr.	

Reporting Owners

Danistina Comer Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Fundamental Global Investors, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	Х	Х					
Cerminara Kyle C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	Х	X					

Johnson Lewis M C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	Х	X		
MOGLIA JOSEPH H C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209		Х		

Signatures

FUNDAMENTAL GLOBAL INVESTORS, LLC /s/ D. Kyle Cerminara, Chief Executive Officer, Partner and Manager	06/01/2020
-Signature of Reporting Person	Date
/s/ D. Kyle Cerminara	06/01/2020
-Signature of Reporting Person	Date
/s/ Lewis M. Johnson	06/01/2020
-Signature of Reporting Person	Date
/s/ Joseph H. Moglia	06/01/2020
-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).
- The funds managed by Fundamental Global Investors, LLC beneficially own in the aggregate 3,213,777 shares of Common Stock, which represents approximately 25.7% of the Company's outstanding shares of Common Stock. Fundamental Global Investors, LLC may be deemed to be a beneficial owner of the shares of Common Stock that are directly owned by Fundamental Global
- (1) Partners Master Fund, LP ("FGPM"), FGI Global Asset Allocation Master Fund, LP ("FGGM"), Fundamental Global Holdings, LP ("FGHP"), and Fundamental Activist Fund I, LP ("FAFI"). In addition, CWA Asset Management Group, LLC, of which 50% is owned by Fundamental Global Investors, LLC, holds 934,062 shares of Common Stock (excluding Mr. Moglia's shares held in CWA accounts) for the accounts of individual investors, which represents approximately 7.5% of the Company's outstanding shares of Common Stock.
 - Due to their positions with Fundamental Global Investors, LLC and affiliated entities, Messrs. D. Kyle Cerminara, Lewis M. Johnson and Joseph H. Moglia may be deemed to be beneficial owners of the shares of Common Stock disclosed as directly owned by FGPM, FGGM, FGHP and FAFI. Each Reporting Person disclaims beneficial ownership of the shares referred to herein except to the
- (2) extent of his or its pecuniary interest therein. In addition, Mr. Moglia holds 845,813 shares of Common Stock directly and through trusts and the Moglia Family Foundation. Each of Messrs. Cerminara and Johnson directly holds 11,971 shares of Common Stock and 14,439 restricted stock units, in each case received as director compensation. In addition, Messrs. Cerminara and Johnson hold stock options to purchase 10,000 and 5,000 shares of Common Stock, respectively.
- (3) Shares purchased pursuant to a Rule 10b5-1 trading plan entered into by Fundamental Global Investors, LLC on behalf of the funds managed by it.
- The price reported represents a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$2.97 and \$3.03 per share. The Reporting Persons undertake to (4) provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price.
- The price reported represents a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$2.80 and \$2.89 per share. The Reporting Persons undertake to (5) provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price.

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.