

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

BK Technologies Corp

Form: 4

Date Filed: 2020-07-15

Corporate Issuer CIK: 2186

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 Fundamental Global Investors, LLC | | 2. Issuer Name and Ticker or Trading Symbol BK Technologies Corp [BKTJ] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | |
| (Last) (First) (Middle) 4201 CONGRESS STREET, SUITE 140, | | 3. Date of Earliest Transaction (Month/Day/Year) 07/14/2020 | | | |
| (Street) CHARLOTTE, NC 28209 | | 4. If Amendment, Date Original Filed (Month/Day/Year) | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" 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 (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 Beneficial Ownership (Instr. 4) |
|--|---|---|-----------------------------------|---|--|------------|------------------|--|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, par value \$0.60 per share | 07/14/2020 | | P | | 1,505 (3) | A | \$ 3.2586 (4) | 1,352,336 (1) (2) | I | Fundamental Global Partners Master Fund, LP |
| Common Stock, par value \$0.60 per share | 07/15/2020 | | P | | 781 (3) | A | \$ 3.3448 (5) | 1,353,117 (1) (2) | I | Fundamental Global Partners Master Fund, LP |
| Common Stock, par value \$0.60 per share | | | | | | | | 763,597 (1) (2) | I | Fundamental Activist Fund I, LP |
| Common Stock, par value \$0.60 per share | | | | | | | | 1,083,875 (1) (2) | I | Fundamental Global Holdings, LP |
| Common Stock, par value \$0.60 per share | | | | | | | | 106,383 (1) (2) | I | FGI Global Asset Allocation Master Fund, LP |

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 (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|---|---|-----------------------------------|---|--|---|-----------------|--|----------------------------|---|---|---|---|
| | | | | Code | V | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Reporting Owners

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

MOGLIA JOSEPH H
 C/O FUNDAMENTAL GLOBAL INVESTORS, LLC
 4201 CONGRESS STREET, SUITE 140
 CHARLOTTE, NC 28209

X

Signatures

| | | |
|---|--|------------|
| FUNDAMENTAL GLOBAL INVESTORS, LLC /s/ D. Kyle Cerminara, Chief Executive Officer, Partner and Manager | | 07/15/2020 |
| <small>Signature of Reporting Person</small> | | Date |
| /s/ D. Kyle Cerminara | | 07/15/2020 |
| <small>Signature of Reporting Person</small> | | Date |
| /s/ Lewis M. Johnson | | 07/15/2020 |
| <small>Signature of Reporting Person</small> | | Date |
| /s/ Joseph H. Moglia | | 07/15/2020 |
| <small>Signature of Reporting Person</small> | | 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 3,306,972 shares of Common Stock, which represents approximately 26.5% 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 924,399 shares of Common Stock (excluding Mr. Moglia's shares held in CWA accounts) for the accounts of individual investors, which represents approximately 7.4% 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, each of Messrs. Cerminara and Johnson holds stock options to purchase 5,000 shares of Common Stock.

(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 \$3.17 and \$3.295 per share. The Reporting Persons undertake (4) to 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 \$3.31 and \$3.35 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.

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

| | | | | |
|--|--|---|--|--|
| MOGLIA JOSEPH H C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209 | | X | | |
|--|--|---|--|--|

Signatures

| | | |
|---|--|------------|
| FUNDAMENTAL GLOBAL INVESTORS, LLC /s/ D. Kyle Cerminara, Chief Executive Officer, Partner and Manager | | 07/15/2020 |
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| /s/ D. Kyle Cerminara | | 07/15/2020 |
| <small>Signature of Reporting Person</small> | | Date |
| /s/ Lewis M. Johnson | | 07/15/2020 |
| <small>Signature of Reporting Person</small> | | Date |
| /s/ Joseph H. Moglia | | 07/15/2020 |
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