

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

LGL GROUP INC

Form: 4

Date Filed: 2020-11-18

Corporate Issuer CIK: 61004

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person GABELLI MARC <small>(Last) (First) (Middle)</small> ONE CORPORATE CENTER <small>(Street)</small> RYE, NY 10580 <small>(City) (State) (Zip)</small>		2. Issuer Name and Ticker or Trading Symbol LGL GROUP INC [LGL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
		3. Date of Earliest Transaction (Month/Day/Year) 11/16/2020	
		4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock							62,968	D (1)		
Common Stock							764,303	I	Shares held by a Ltd. Partnership (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 (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						
Common Stock Warrants (right to purchase)	\$ 12.50 (3)	11/16/2020		J (3)		62,968	(4)	11/16/2025	Common stock, par value \$0.01 per share	12,593	\$ 0	62,968	D	
Common Stock Warrants (right to purchase)	\$ 12.50 (3)	11/16/2020		J (3)		764,303	(4)	11/16/2025	Common stock, par value \$0.01 per share	152,860	\$ 0	764,303	I	Shares held by a Ltd. Partnership (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GABELLI MARC ONE CORPORATE CENTER RYE, NY 10580	X	X		

Signatures

/s/ Marc Gabelli 11/18/2020
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).

(1) This filing does not include the holdings by GGCP, Inc. of 476,937 shares of LGL Group, Inc., which have been included in the Form 4 filing of Mario J. Gabelli, dated November 18, 2020.

(2) These shares are beneficially owned by Venator Merchant Fund, L.P. ("Venator Fund") and Venator Global LLC ("Venator Global"). Venator Global, which is the sole general partner of Venator

On November 16, 2020, holders of the Issuer's Common Stock, par value \$0.01 per share (the "Common Stock"), received a dividend of one Common Stock Warrant (the "Warrants") for each share (3) of Common Stock held by such holder as of November 9, 2020. When exercisable, 5 Warrants will entitle their holder to purchase one share of Common Stock at an exercise price of \$12.50 per share, as may be adjusted in accordance with the terms of the Warrants.

(4) The Warrants become exercisable on the earlier of (i) November 16, 2025, and (ii) such date that the 30-day volume weighted average price per share, or VWAP, of the Common Stock is greater than or equal to \$17.50. Any unexercised Warrants will expire at 5:00 p.m., Eastern Time, on November 16, 2025.

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
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Reporting Owner Name / Address	Relationships			
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GABELLI MARC ONE CORPORATE CENTER RYE, NY 10580	X	X		

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