

# **SECURITIES & EXCHANGE COMMISSION EDGAR FILING**

# **BIO KEY INTERNATIONAL INC**

Form: 4

Date Filed: 2019-05-16

Corporate Issuer CIK: 1019034

© Copyright 2019, 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 APPROV	AL
OMB Number:	3235-0287
Estimated average burder	n 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 R	esponses)																
1. Name and A Bush, III Tho		rting Person <sup>≛</sup>			Issuer Name and Ticker or Trading Symbol     BIO KEY INTERNATIONAL INC [BKYI]							5. Relationship of	Relationship of Reporting Person(s) to Issuer     (Check all applicable)     X Director 10% Owner				
(Middle) C/O BIO-KEY INTERNATIONAL, INC., 3349 HIGHWAY 138, BUILDING A, SUITE E					3. Date of Earliest Transaction (Month/Day/Year) 05/14/2019							Officer (give tit	le below)		(specify below)		
(Street)				4.	4. If Amendment, Date Original FiledMonth/Day/Year)							_X_ Form filed by On	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
WALL, NJ 07719 (City) (State) (Zip)				_								Form filed by More than One Reporting Person					
(City)		(State)	(Zip)										uired, Disposed				
1.Title of Secur (Instr. 3)	ity		2. Transactio Date (Month/Day/\)		Execution Date		3. Transaction e, if Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)							Ownership	<ol><li>Nature of Indirect Beneficia</li></ol>
				(Month/D	ay/Ye	r/Year) Code		V	Amount	(A) or (D)	Price				Direct (D) C or Indirect (I) (I) (Instr. 4)	Ownersh (Instr. 4)	
Common Sto	ock		05/14/2019	9				Α		770 <u>(1)</u>	Α	\$0	14,768			D	
			Table		Derivative			fo O Acquired	rm a MB o	are not recontrol nu	quired to umber. , or Bene	respo	collection of infor and unless the fo				1474 (9-02
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date any (Month/Day/Ye	e, if	4. Transac Code (Instr. 8)	 	Derivation Securitie Acquire Dispose	ve	and (Me		ercisable tion Date y/Year)  7. Title and A Underlying S (Instr. 3 and		Amount or	8. Price of Derivative Security (Instr. 5)		Ownership of Indire Form of Benefic Derivative Owners Security: (Instr. 4 Direct (D) or Indirect	Beneficia
Reportin	g Owner	rs			Code	V	(A)	(D)	Ex	ercisable	Date		Number of Shares		(Instr. 4)	(Instr. 4)	
					Relationsh	nips		7									
Repo	orting Owner N	ame / Address	Directo	_	0% Owner	Offic	er Oth	ier									
	Y INTERNA VAY 138, BL	TIONAL, INC. JILDING A, SUI	TE E X														

## **Signatures**

/s/ Thomas E. Bush III	05/16/2019
-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 shares issued to the Reporting Person on May 14, 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.

# FORM 4

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

OMB APPROVAL						
OMB Number:	3235-0287					
Estimated average bur	den hours					

0.5

per response..

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

sponses)														
Name and Address of Reporting Person     Bush, III Thomas				Issuer Name and Ticker or Trading Symbol     BIO KEY INTERNATIONAL INC [BKYI]						Relationship of Reporting Person(s) to Issuer     (Check all applicable)     N. Director.      A. Director.				
(Last) (First) (Middle) C/O BIO-KEY INTERNATIONAL, INC., 3349 HIGHWAY 138, BUILDING A, SUITE E				Date of Earliest Transaction (Month/Day/Year)     05/14/2019							e below)			
(Street) WALL, NJ 07719				4. If Amendment, Date Original FiledMonth/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 - N	lon-	Derivative	Securitie	s Acc	uired, Disposed o	of, or Benef	ficially Owned		
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Yea	Execution Date, if (Instead (I		Code (Instr. 8)		(A) or Disposed of (Instr. 3, 4 and 5)		(D)	Following Report (Instr. 3 and 4)	ted Transaction(s)		Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
ck		05/14/2019			A	V		` '	\$ 0	14,768			D D	
t on a separat	e line for each class	s of securities ben	eficially owne	ed direc	F	erso orm	are not re	quired to						1474 (9-02)
		Table II			ities Acquire	d, Di	sposed o	f, or Bene		y Owned				
2.	3. Transaction	3A. Deemed	4. Transact		Number of erivative	_	Date Exe		-	le and Amount of		Number of Derivative	10. Ownership	11. Nature
7	INTERNA' 8, BUILDIN (719	INTERNATIONAL, INC., 3 8, BUILDING A, SUITE E (Street) (State)	INTERNATIONAL, INC., 3349 8, BUILDING A, SUITE E  (Street)  719  (State)  (Zip)  2. Transaction Date (Month/Day/Yea) (Month/Day/Yea)  sk  05/14/2019	BIO KEY II  INTERNATIONAL, INC., 3349 8, BUILDING A, SUITE E  (Street)  (State)  2. Transaction Date (Month/Day/Year) Date (Month/Day/Year)  ck  05/14/2019  2A. Deem Execution any (Month/Day (Month/Day  Table II - Derivative	BIO KEY INTER  (First) (Middle) 3. Date of Earliest To 05/14/2019  8, BUILDING A, SUITE E  (Street) 4. If Amendment, Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  ck 05/14/2019  Table II - Derivative Securities	BIO KEY INTERNATIONAL  (First) (Middle) 3. Date of Earliest Transaction (Mo 05/14/2019  8, BUILDING A, SUITE E  (Street) 4. If Amendment, Date Original File  (State) (Zip) Table I - N  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction Execution Date, if (Month/Day/Year) (Month/Day/Year)  Code (Instr. 8)  t on a separate line for each class of securities beneficially owned directly or indirectly of the control of the	BIO KEY INTERNATIONAL INI  (First) (Middle) 3. Date of Earliest Transaction (Month/ 05/14/2019  (Street) 4. If Amendment, Date Original FiledMonth/ (State) (Zip) Table I - Non-  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) A  2 ton a separate line for each class of securities beneficially owned directly or indirectly.  Personal Table II - Derivative Securities Acquired, Displaying the property of the composition of the property of the composition of the compo	BIO KEY INTERNATIONAL INC [BKYI]  INTERNATIONAL, INC., 3349  8, BUILDING A, SUITE E  (Street)  4. If Amendment, Date Original FiledMonth/Day/Year  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Code (Instr. 3)  t on a separate line for each class of securities beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired, Disposed of	BIO KEY INTERNATIONAL INC [BKYI]  3. Date of Earliest Transaction (Month/Day/Year) 05/14/2019  4. If Amendment, Date Original Filedmonth/Day/Year)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) or Ocde (Instr. 3, 4 and 5)  (A) or (D)  (B)  (B)  (B)  (B)  (B)  (B)  (B)	BIO KEY INTERNATIONAL INC [BKYI]  INTERNATIONAL, INC., 3349 8, BUILDING A, SUITE E  (Street)  4. If Amendment, Date Original FiledMonth/Day/Year)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  (Instr. 3, 4 and 5)  (A) or Disposed of (D) (Instr. 8)  (B) Price (A) or Disposed of (D) (Instr. 8)  (Code V Amount (D) Price (D) Price (D) (D) Price (D)	BIO KEY INTERNATIONAL INC [BKYI]  X_ Director Officer (give tith Offic	BIO KEY INTERNATIONAL INC [BKYI]  INTERNATIONAL, INC., 3349 8, BUILDING A, SUITE E  (Street)  4. If Amendment, Date Original FiledMonth/Day/Year)  (State)  22. Transaction Date (Month/Day/Year)  (Month/Day/Year)  24. Deemed Execution Date, if Code (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  25. Amount of Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)  (Instr. 3 and 4)	BIO KEY INTERNATIONAL INC [BKYI]  (Check all applicable	BIO KEY INTERNATIONAL INC [BKYI]  (Check all applicable)  (Check all applicabl

### Reporting Owners

Barrantina Coman Nama / Adduses	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Bush, III Thomas C/O BIO-KEY INTERNATIONAL, INC. 3349 HIGHWAY 138, BUILDING A, SUITE E WALL, NJ 07719	Х						

## **Signatures**

/s/ Thomas E. Bush III	05/16/2019
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 shares issued to the Reporting Person on May 14, 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.