

# SECURITIES & EXCHANGE COMMISSION EDGAR FILING

**Rekor Systems, Inc.**

**Form: 4**

**Date Filed: 2019-05-23**

Corporate Issuer CIK: 1697851

## FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Estimated average burden 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 Responses)

|                                                                                               |                                            |                                                                                  |                                      |                                                                                                                                                                                                                                                                |                                                                                                     |                                                                         |                                                                   |
|-----------------------------------------------------------------------------------------------|--------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| 1. Name and Address of Reporting Person<br>HANLON DAVID PATRICK                               |                                            | 2. Issuer Name and Ticker or Trading Symbol<br>Rekor Systems, Inc. [REKR]        |                                      | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input 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>C/O REKOR SYSTEMS, INC., 14420 ALBEMARLE<br>POINT PLACE, SUITE 200 |                                            | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/08/2019                   |                                      |                                                                                                                                                                                                                                                                |                                                                                                     |                                                                         |                                                                   |
| (Street)<br>CHANTILLY, VA 20151                                                               |                                            | 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<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                      | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(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<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|                                                                                               |                                            |                                                                                  | Code                                 | V                                                                                                                                                                                                                                                              | Amount                                                                                              | (A) or<br>(D)                                                           | Price                                                             |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |      |        |   |  |
|-----------------------------------------------------|--------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|------|--------|---|--|
|                                                     |                                                                    |                                            |                                                             | Code                                 | V                                                                                                         | (A)                                                            | (D)                                                                 | Date<br>Exercisable                                 | Expiration<br>Date                                                                                                         | Title                                                                                                 | Amount or<br>Number of<br>Shares                                   |      |        |   |  |
| Stock<br>Option<br>(right-to-<br>buy)               | \$ 0.8                                                             | 05/08/2019                                 |                                                             | A                                    |                                                                                                           | 12,500                                                         |                                                                     | 05/08/2019                                          | 05/08/2029                                                                                                                 | Common<br>Stock                                                                                       | 12,500                                                             | \$ 0 | 12,500 | D |  |

## Reporting Owners

| Reporting Owner Name / Address                                                                                   | Relationships |           |         |       |
|------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                                  | Director      | 10% Owner | Officer | Other |
| HANLON DAVID PATRICK<br>C/O REKOR SYSTEMS, INC.<br>14420 ALBEMARLE POINT PLACE, SUITE 200<br>CHANTILLY, VA 20151 | X             |           |         |       |

## Signatures

|                               |            |
|-------------------------------|------------|
| /s/ David P. Hanlon           | 05/23/2019 |
| 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).

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

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

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person  
HANLON DAVID PATRICK

(Last)(First)(Middle)

C/O REKOR SYSTEMS, INC., 14420 ALBEMARLE POINT PLACE, SUITE 200

(Street)

CHANTILLY, VA 20151

(City)(State)(Zip)

2. Issuer Name and Ticker or Trading Symbol  
Rekor Systems, Inc. [REKR]

3. Date of Earliest Transaction (Month/Day/Year)  
05/08/2019

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

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

X

Director

Officer (give title below)

10% Owner

Other (specify below)

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

X

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) |
|------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|----------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------|
|                                    |                                         |                                                       | Code                              | V                                                                    | Amount                                                                                           | (A) or (D)                                                  | Price                                                    |
|                                    |                                         |                                                       |                                   |                                                                      |                                                                                                  |                                                             |                                                          |

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: Direct (D) 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                                |      |        |   |  |
| Stock Option (right-to-buy)                   | \$ 0.8                                                 | 05/08/2019                              |                                                       | A                                 |                                                                                            | 12,500                                                      |                                                                  | 05/08/2019                                    | 05/08/2029                                                                                            | Common Stock                                                                        | 12,500                                                    | \$ 0 | 12,500 | D |  |

Reporting Owners

| Reporting Owner Name / Address                                                                                   | Relationships |           |         |       |
|------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                                  | Director      | 10% Owner | Officer | Other |
| HANLON DAVID PATRICK<br>C/O REKOR SYSTEMS, INC.<br>14420 ALBEMARLE POINT PLACE, SUITE 200<br>CHANTILLY, VA 20151 | X             |           |         |       |

Signatures

/s/ David P. Hanlon

Signature of Reporting Person

05/23/2019

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).

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.

EDGAR Stream is a copyright of Issuer Direct Corporation, all rights reserved.