

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

RELM WIRELESS CORP

Form: 4

Date Filed: 2018-06-04

Corporate Issuer CIK: 2186

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

0	OMB APPROVAL							
OMB Numbe	OMB Number: 3235-0 Estimated average burden hours							
Estimated av								
per response	e	0.5						

Reported

Transaction(s) (I)

or Indirect

(Instr. 4)

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

See Instruc	ction 1(b).	•		Învestm	ent Compa	ny i	Act of 19	940		()				
(Print or Type Re	esponses)													
1. Name and Ad	ddress of Repor	Ŭ		Issuer Name and Ticker or Trading Symbol Trading Symbol Trading Symbol Trading Symbol Trading Symbol						Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X Director X Town Owner				
(Last) 4201 CONG		(First) EET, SUITE 14	(Middle)	3. Date of Earlies 05/31/2018	nth/Day/Ye	ear)	-	X Director Officer (give titl	le below)		er (specify	below)		
	(\$	Street)		4. If Amendment,	dMonth/Day/	Year)		6. Individual or J			olicable Line	e)		
	E, NC 28209									_X_ Form filed by Mo				
(City)		State)	(Zip)				on-Deriva	tive Se	ecurities A	Acquired, Disposed	-		d	
1.Title of Security (Instr. 3)				2A. Deemed Execution Date, it any (Month/Day/Year)	(Instr. 8)	on	4. Securi or Dispos (Instr. 3,	sed of	. ,	5. Amount of Secur Owned Following F Transaction(s) (Instr. 3 and 4)		Ov Fo Dir	. ,	7. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	٧	Amount	(A) or (D)	Price			(l) (In	str. 4)	
Common Sto	ock, \$0.001 p	oar value	05/31/2018		Р		10,000	Α	\$ 7.9067 (6)	413,156 ⁽¹⁾ ⁽²⁾ (413,156 ⁽¹⁾ ⁽²⁾ ⁽⁵⁾			Fundamenta Global Partners Master Fund, LP
Common Sto	ock, \$0.001 p	oar value	05/31/2018		Р		10,000	Α	\$ 7.9067 <u>(6)</u>	477,282 <u>(1) (2) (3) (5)</u>		I		FGI 1347 Holdings, LP
Common Sto	ock, \$0.001 p	oar value								700,687 (1) (2) (<u>5)</u>	I		Fundamenta Activist Fund I, LP
Common Sto	ock, \$0.001 p	oar value								5,296 (1) (2) (5)		ı		FGI Global Asset Allocation Fund, Ltd.
Common Sto	ock, \$0.001 p	oar value								4,532 (1) (2) (5)		ı		FGI Global Asset Allocation Master Fund, LP
Common Sto	ock, \$0.001 p	oar value								1,038,409 (1) (2	1,038,409 (1) (2) (5)			Ballantyne Strong, Inc.
8.00% Cumulative Preferred Stock, Series A, \$25.00 par value									34,620 (4) (5)		I		Fundamenta Global Partners Master Fund, LP	
Reminder: Repo	ort on a separat	e line for each cla	ss of securities be	neficially owned d	irectly or indir	Pe fo	ersons wh	t requ	ired to re	ne collection of infor				SEC 1474 (9-02)
			Table I	II - Derivative Sed										
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	4. Transaction if Code (Instr. 8)		or (D)	6. Date E and Expi (Month/E	xercis ration	able 7. Date U	Title and Amount of nderlying Securities nstr. 3 and 4)		9. Number of Derivative Securities Beneficially Owned Following		ative Ownership rity: (Instr. 4)

Expiration Date

Title

Amount or

Number of Shares

Date

Reporting Owners

Demonting Owner 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				

BALLANTYNE STRONG, INC. 11422 MIRACLE HILLS DRIVE SUITE 300 OMAHA, NE 68154	х	Х	
RELM WIRELESS CORP 7100 TECHNOLOGY DRIVE WEST MELBOURNE, FL 32904			Group Member
Cerminara Kyle C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	; x	Х	
Johnson Lewis M C/O FUNDAMENTAL GLOBAL INVESTORS, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	; x	Х	
MOGLIA JOSEPH H C/O FUNDAMENTAL GLOBAL INVESTORS, LLO 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	;	Х	

Signatures

FUNDAMENTAL GLOBAL INVESTORS, LLC, /s/ D. Kyle Cerminara, Chief Executive Officer, Partner and Manager		06/04/2018				
∴Signature of Reporting Person		Date				
BALLANTYNE STRONG, INC., /s/ D. Kyle Cerminara, Chief Executive Officer						
Signature of Reporting Person						
RELM WIRELESS CORPORATION /s/ William P. Kelly, Executive Vice President and Chief Financial Officer		06/04/2018				
∴Signature of Reporting Person		Date				
/s/ D. Kyle Cerminara		06/04/2018				
∴Signature of Reporting Person		Date				
/s/ Lewis M. Johnson		06/04/2018				
∴Signature of Reporting Person		Date				
/s/ Joseph H. Moglia		06/04/2018				
∴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 Reporting Persons beneficially own in the aggregate 2,639,362 shares of Common Stock, which represent approximately 44.1% of the Company's outstanding shares of Common Stock.

 [1] 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 Partners Master Fund, LP ("FGPM"), FGI Global Asset Allocation Fund, Ltd. ("FGAA"), FGI Global Asset Allocation Master Fund, LP ("FGGM"), Fundamental Activist Fund I, LP ("FAFI"), FGI 1347 Holdings, LP ("FGIH") and Ballantyne Strong, Inc. ("FITN")
- In addition, CWA, of which 50% is owned by Fundamental Global Investors, LLC, holds 65,398 shares of Common Stock for the accounts of individual investors (excluding shares held in CWA accounts for other Reporting Persons, which are separately reported on this form), which represent approximately 1.1% of the Company's outstanding shares of Common Stock. Messrs. Cerminara and Johnson also each hold 3,333 shares of Common Stock and restricted stock units representing the right to receive 6,666 shares of Common Stock. In addition, Mr. Moglia holds 16,216 shares of Common Stock through trusts.
- (3) RELM Wireless Corporation ("RWC") is the sole limited partner of FGIH. Mr. Cerminara is Chairman of the Board of Directors of RWC and Mr. Johnson is Co-Chairman of the Board of Directors of RWC.
- The Reporting Persons beneficially own in the aggregate 34,620 shares of Preferred Stock, which represent approximately 4.9% of the outstanding shares of Preferred Stock. Fundamental Global (4) Investors, LLC may be deemed to be a beneficial owner of the shares of Preferred Stock that are directly owned by FGPM. In addition, for the accounts of individual investors, CWA, of which 50% is owned by Fundamental Global Investors, LLC, also holds 56,846 shares of Preferred Stock, including 44 shares of Preferred Stock held by Mr. Cerminara in a joint account with his spouse.
- Due to their positions with Fundamental Global Investors, LLC and affiliated entities, Messrs. 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, FGAA, FGGM, FAFI and FGIH and the shares of Preferred Stock disclosed as directly owned by FGPM. Due to their positions with BTN, Fundamental Global Investors, LLC and affiliated entities, Messrs. Cerminara and Johnson may be deemed to be beneficial owners of the shares of Common Stock disclosed as directly owned by BTN. Each Reporting Person disclaims beneficial ownership of the shares referred to herein except to the extent of his or its pecuniary interest therein.
- The price reported represents a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$7.80 to \$7.95. The Reporting Persons undertake to provide to (6) 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.

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

	OMB APPROVA	.L
Ì	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.

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

See Instruc	ction 1(b).	·		Învestm	ent Compa	ıny <i>i</i>	Act of 19	940		()																															
(Print or Type R	esponses)																																								
1. Name and A	ddress of Repor	· ·		2. Issuer Name 1347 Property			PIH]		Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner																																
(Last)		(First) EET, SUITE 14		3. Date of Earliest Transaction (Month/Day/Year)						Officer (give tit	le below)		er (specify b	elow)																											
4201 CONG		Street)	•	05/31/2018 4. If Amendment, Date Original FiledMonth/Day/Year)						6. Individual or c	loint/Group	Filing/Cheek Ass	liaahla Lina	\																											
CHARLOTT	E, NC 28209			4. II Amendment,	ц імопш/ <i>рау</i> /		Form filed by Mo	e Reporting Per	son	nicable Line,)																														
(City)		(State)	(Zip)		Table	I - No	on-Deriva	tive Se	ecurities	Acquired, Disposed	of, or Bene	ficially Owne	d																												
1.Title of Securi (Instr. 3)	ity		Date (Month/Day/Year)	•	(Instr. 8)	on	4. Securi or Dispos (Instr. 3,	sed of	(D)	5. Amount of Secur Owned Following F Transaction(s) (Instr. 3 and 4)		Ow Fo	nership rm:	Benefic	t cial																										
				(Month/Day/Year)	Code	V	Amount	(A) or (D)	Price	,		or (I)	. ,	Owners (Instr. 4																											
Common Sto	ock, \$0.001 p	oar value	05/31/2018		Р		10,000	Α	\$ 7.906 (6)	7 413,156 (1) (2)	413,156 ⁽¹⁾ ⁽²⁾ ⁽⁵⁾		(2) (5)		413,156 (1) (2) (5)			Funda Globa Partn Maste Fund,	ers er																						
Common Sto	ock, \$0.001 p	oar value	05/31/2018		Р		10,000	A	\$ 7.906 (6)	7 477,282 (1) (2)	477,282 <u>(1) (2) (3) (5)</u>		(2) (3) (5)		477,282 <u>(1) (2) (3) (5)</u>		282 (1) (2) (3) (5)		477,282 <u>(1) (2) (3) (5)</u>		477,282 (1) (2) (3) (5)		477,282 <u>(1) (2) (3) (5)</u>		477,282 <u>(1) (2) (3) (5)</u>		477,282 <u>(1) (2) (3) (5)</u>		477,282 (1) (2) (3) (5)		477,282 (1) (2) (3) (5)		477,282 ⁽¹⁾ ⁽²⁾ ⁽³⁾ ⁽⁵⁾		477,282 (1) (2) (3) (5)		477,282 (1) (2) (3) (5)			FGI 1 Holdii	347 ngs, LP
Common Sto	ock, \$0.001 p	oar value								700,687 (1) (2)	<u>5)</u>	I			amental st Fund																										
Common Sto	ock, \$0.001 p	oar value								5,296 ⁽¹⁾ ⁽²⁾ ⁽⁵⁾		I	,	FGI G Asset Alloca Fund,	ation																										
Common Sto	ock, \$0.001 p	oar value								4,532 (1) (2) (5)		I	, ,	FGI G Asset Alloca Maste Fund,	ation er																										
Common Sto	ock, \$0.001 p	oar value								1,038,409 (1) (2	<u>) (5)</u>	I		Ballar Stron	ntyne g, Inc.																										
	ulative Prefer 5.00 par valu	,								34,620 (4) (5)		I	 	Funda Globa Partn Maste Fund,	ers er																										
Reminder: Ren	ort on a senarat	te line for each cla	ss of securities be	neficially owned d	irectly or indir	ectly																																			
Tromindor: Trop	or on a soparat	o mie ioi easii ola	oo or securities sor	Tollolary Owned a	noony or man	Pe	ersons wh	t requ	ired to I	the collection of infor respond unless the fo				SEC 14	174 (9-02)																										
			Table I	I - Derivative Sec																																					
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. Transaction if Code (Instr. 8)		or (D)	6. Date I and Exp (Month/I	Exercis ration	able Date	T. Title and Amount of Underlying Securities (Instr. 3 and 4)		9. Number on Derivative Securities Beneficially Owned Following Reported		rship of Bative City: (I	1. Nature of Indirect Beneficial Ownership Instr. 4)																										
							ID :	1-																																	

Date Expiration Exercisable Date

Amount or

Number of Shares

Transaction(s) (I) (Instr. 4)

Date

Reporting Owners

Danaskina Osman Nama / Addinga	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Fundamental Global Investors, LLC 4201 CONGRESS STREET, SUITE 140 CHARLOTTE, NC 28209	Х	Х				

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Signature of Reporting Person	Date
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Signature of Reporting Person	Date
RELM WIRELESS CORPORATION /s/ William P. Kelly, Executive Vice President and Chief Financial Officer	06/04/2018
Signature of Reporting Person	Date
/s/ D. Kyle Cerminara	06/04/2018
Signature of Reporting Person	Date
/s/ Lewis M. Johnson	06/04/2018
Signature of Reporting Person	Date
/s/ Joseph H. Moglia	06/04/2018
Signature of Reporting Person	Date

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