

Edgar Filing: HALLWOOD GROUP INC - Form 4

HALLWOOD GROUP INC  
Form 4  
January 11, 2002

F O R M 4

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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

OMB APPROVAL  
OMB Number 3235-0287  
Expires: December 31, 2001  
Estimated ave. burden  
hours per response 0.5

Filed pursuant to Section 16(a) of the Securities  
Exchange Act of 1934, Section 17(a) of the Public  
Utility Holding Company Act of 1935 or  
Section 30(f) of the Investment Company Act 1940

1.Name and Address of  
Reporting Person\*

2.Issuer Name and Ticker  
or Trading Symbol

6.Relatio  
Person  
all App

The Hallwood Group  
Incorporated ("HWG")

The Alpha Trust

December, 2001

Direc

(Last)

(First) (MI)

3.IRS or Soc.Sec.No.  
of Reporting Person  
(Voluntary)

4.Statement for  
Month/Year

Offic  
---  
(Give  
belo

Le Rocabella, 24 Princess Grace Avenue

(Street)

5.If Amendment,  
Date of Original  
(Month/Year)

7.Ind  
Fil  
Lin

1204 Geneva, Switzerland

(City)

(State)

(Zip)

X  
---

Table I - Non-Derivative Securities Acquired, Disposed of or Beneficially Owned

1. Title of Security  
(Inst.3)

2. Transaction  
Date  
(Month/  
Day/Yr)

3. Transaction  
Code  
(Instr.8)

4. Se  
or  
(I

Code V

Am

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|              |          |       |        |
|--------------|----------|-------|--------|
| Common Stock | 12/05/01 | D     | 63,400 |
| -----        | -----    | ----- | -----  |
| -----        | -----    | ----- | -----  |
| -----        | -----    | ----- | -----  |
| -----        | -----    | ----- | -----  |
| -----        | -----    | ----- | -----  |

| 5. Amount of Securities<br>Beneficially Owned at<br>at End of Month<br>(Inst. 3 & 4) | 6. Ownership Form<br>Direct (D) or<br>Indirect (I) | 7. Nature of<br>Beneficial<br>(Inst. 3 & 4) |
|--|--|---|
| 726,687  | I  | By Hallwood                                 |
| -----  | -----  | -----                                       |
| -----  | -----  | -----                                       |
| -----  | -----  | -----                                       |
| -----  | -----  | -----                                       |

Reminder: Report on a separate line for each class securities owned directly or indirectly. \*If the form is filed by more than one reporting person, see Instruction 4(b) (v). Page 1

FORM 4 (continued)  
Page 2

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Table II - Derivative Securities Acquired, Disposed of,  
or Beneficially Owned (e.g., puts, calls,  
warrants, options, convertible security)  
-----

| 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 (Month<br>(Day/Year) |
|--|--|---|
|--|--|---|

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|  |         |          |
|--|---------|----------|
| Convertible Promissory Note (right to buy) | \$10.13 | 12/06/01 |
| Convertible Promissory Note (right to buy) | \$ 6.47 | 12/06/01 |
| -----                                      | -----   | -----    |
| -----                                      | -----   | -----    |
| -----                                      | -----   | -----    |
| -----                                      | -----   | -----    |

| 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) |       | 6. Date Exercisable & Expiration Date (Mon./Day/Year) |                 | 7. Title & Amount Underlying Security (Inst. 3 & 4) |
|--|-------|---|-----------------|---|
| (A)  | (D)   | Date Exercisable                                      | Expiration Date | Title   |
| \$1,500,000  |       | 3/16/01   |                 | Common Stock  |
| \$1,000,000  |       | 9/15/01   |                 | Common Stock  |
| -----  | ----- | -----   | -----           | -----   |
| -----  | ----- | -----   | -----           | -----   |

| 8. Price of Derivative Security (Inst.5) | 9. Number of Derivative Securities Beneficially Owned at end of Month (Instr. 4) | 10. Ownership Form of Derivative Security Direct (D) or Indirect (I) (Instr.4) | 11. By |
|--|--|--|--------|
| \$1,500,000                              |  | I  | By     |
| \$1,000,000                              |  | I  | By     |
| -----                                    | -----  | -----  | -----  |
| -----                                    | -----  | -----  | -----  |

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- (1) Hallwood Investments Limited is wholly-owned by the Alpha Trust (the "Trust"). Mylene Gumbiner is one of three trustees of the Trust and is a discretionary beneficiary of the Trust.
- (2) Right to acquire 172,302 shares of common stock issuable upon conversion of a Promissory Note, dated March 16, 2000 (convertible at \$10.13 per share after March 16, 2001) terminated upon payment of such note.
- (3) Right to acquire 171,647 shares of common stock issuable upon conversion of a Promissory Note, dated September 15, 2000 (convertible at \$6.47 per share after September 15, 2001) terminated upon payment of such note.

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

By: /s/ Mylene G  
-----  
Name: Mylene G  
Title: Trustee

Potential persons who are to respond to the collections of information contained in this form are not required to respond unless the form displays a currently valid OMD Number.

Page: 2 of 2