

Gebbia Gloria E
Form 4
February 16, 2018

FORM 4

UNITED STATES 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 Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Gebbia Gloria E

2. Issuer Name **and** Ticker or Trading
Symbol
SIEBERT FINANCIAL CORP
[SIEB]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2018

☒ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

C/O SIEBERT FINANCIAL
CORP., 120 WALL STREET

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

NEW YORK, NY 10005

(City) (State) (Zip)

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)
Common Stock, \$0.01 par value per share	02/14/2018		J ⁽¹⁾	4,410,000	A 11 7,707,800	D	
Common Stock, \$0.01 par value per share	02/14/2018		J ⁽¹⁾⁽²⁾	900,318	A 11 5,879,494	I ⁽²⁾	By family ⁽²⁾
	02/14/2018		J ⁽¹⁾⁽³⁾	9,090,000	D 11 3,827,283	I ⁽³⁾	

Common
Stock,
\$0.01 par
value per
share

By KCA
(3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gebbia Gloria E C/O SIEBERT FINANCIAL CORP., 120 WALL STREET NEW YORK, NY 10005	X	X		

Signatures

/s/ Gloria E.
Gebbia 02/15/2018

**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).

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- (1) Effective February 14, 2018, Kennedy Cabot Acquisition, LLC ("KCA") completed a distribution to its members, pro-rata without consideration, of 9,090,000 shares of Issuer common stock (the "Distribution"). The Reporting Person received 4,410,000 shares based upon her ownership of KCA class A member interests.
- (2) Certain members of the Reporting Person's family received a total of 1,530,000 shares of Issuer common stock in the Distribution. The Reporting Person may be deemed to be the indirect beneficial owner of a total of 5,879,494 shares of Issuer common stock owned by a family trust and certain family members. The Reporting Person disclaims beneficial ownership of such shares of Issuer common stock, except to the extent of the Reporting Person's pecuniary interest therein.
- (3) The Reporting Person is the Managing Member of KCA and may be deemed to be the indirect beneficial owner of 3,827,283 shares of Issuer common stock directly owned by KCA. The Reporting Person disclaims beneficial ownership of the shares of Issuer common stock owned by KCA, except to the extent of the Reporting Person's pecuniary interest therein.

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.