

BARINGTON/HILCO ACQUISITION CORP.

Form 3

February 05, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 HECKTMAN JEFFREY  
 BRUCE

(Last) (First) (Middle)

5 REVERE DRIVE, SUITE 2056

(Street)

NORTHBROOK, IL 60062

(City) (State) (Zip)

2. Date of Event Requiring Statement  
 (Month/Day/Year)  
 02/05/2015

3. Issuer Name and Ticker or Trading Symbol  
 BARINGTON/HILCO ACQUISITION CORP.  
 [BHACU]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

5. 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

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	458,425 <sup>(1)</sup>	I	See Footnote <sup>(1)</sup>
Common Stock	122,500 <sup>(2)</sup>	I	See Footnote <sup>(2)</sup>
Common Stock	5,000	D	^

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Warrant	Â (3)	Â (4)	Common Stock	61,250 (1)	\$ 12.5	I	See Footnote (2)
Right	Â (5)	Â (6)	Common Stock	12,250 (1)	\$ (7)	I	See Footnote (2)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HECKTMAN JEFFREY BRUCE 5 REVERE DRIVE, SUITE 2056 NORTHBROOK, IL 60062	Â X	Â	Â	Â

## Signatures

/s/ Jeffrey B. Hecktman  
02/05/2015

\*\*Signature of Reporting Person  
Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Includes the shares of common stock beneficially owned by Hilco Trading LLC, of which Jeffrey B. Hecktman has sole voting and investment power. Includes holder's pro rata portion of the 150,000 insider shares that are subject to forfeiture to the extent that the underwriter's over-allotment option in the Company's initial public offering is not fully exercised.
 

Represents the shares of common stock underlying the 122,500 Units of the Issuer that Hilco Trading LLC committed to purchase prior to the effective date of the registration statement relating to the Issuer's initial public offering. Each unit ("Unit") consists of one share of common stock, one right ("Right") to automatically receive one-tenth of one share of common stock upon consummation of the Issuer's initial business combination and one warrant ("Warrant") for the purchase of one-half of one share of common stock at a price of \$12.50 per full share. The purchase of these Units is being made on a private placement basis and will be consummated simultaneously with the consummation of the Issuer's initial public offering.
  - (2) Represents the shares of common stock underlying the 122,500 Units of the Issuer that Hilco Trading LLC committed to purchase prior to the effective date of the registration statement relating to the Issuer's initial public offering. Each unit ("Unit") consists of one share of common stock, one right ("Right") to automatically receive one-tenth of one share of common stock upon consummation of the Issuer's initial business combination and one warrant ("Warrant") for the purchase of one-half of one share of common stock at a price of \$12.50 per full share. The purchase of these Units is being made on a private placement basis and will be consummated simultaneously with the consummation of the Issuer's initial public offering.
  - (3) Latter of (i) Completion of initial business combination and (ii) 12 months from date of prospectus.
  - (4) 3 years after completion of initial business combination.
  - (5) Each Right entitles the holder to automatically receive one-tenth (1/10) of one share of the Issuer's common stock upon consummation of the Issuer's initial business combination.
 

If the Issuer fails to consummate an initial business combination within eighteen (18) months from the closing of the Issuer's initial public offering (or twenty-four (24) months from the closing of the initial public offering if certain criteria are met), the Issuer will be dissolved and the Rights will expire worthless.
  - (6) If the Issuer fails to consummate an initial business combination within eighteen (18) months from the closing of the Issuer's initial public offering (or twenty-four (24) months from the closing of the initial public offering if certain criteria are met), the Issuer will be dissolved and the Rights will expire worthless.
  - (7) N/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.