## Edgar Filing: BIO KEY INTERNATIONAL INC - Form 4

BIO KEY IN Form 4 August 17, 20	TERNATIONAL	INC								
FORM	Л								PPROVAL	
-		SECURITIES AND EXCHANGE C Washington, D.C. 20549				COMMISSION	OMB Number:	3235-0287		
Check this if no longe subject to Section 16 Form 4 or	s box er 6. STATEMENT OF CHANGES IN BENEFICIAI SECURITIES							burden hou	Expires:January 31 2005Estimated average burden hours per response0.5	
Form 5 obligations may continue. See Instruction 1(b). 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 R	esponses)									
1. Name and Address of Reporting Person *       2. Issuer         ROMEO CHARLES P       Symbol         BIO KE       [BKYI]					er or Tradi TIONAI		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	EY INTERNATIO HIGHWAY 138,	(Mo	ate of Earlies onth/Day/Year 13/2015		tion		X Director Officer (give below)		o Owner er (specify	
(Street) 4. If Amer Filed(Mont WALL, NJ 07719					iginal		<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
WALL, NJ U	///19						Person			
(City)	(State) (Z	Zip)	Table I - No	n-Deriva	tive Secu	rities Acc	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Dat any (Month/Day/Y	Code	action(A) (D) 8) (Ins	or Dispos str. 3, 4 and (A	ed of 1 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	08/13/2015		Code A		1111 A	) Price \$ 0	11,111	D		

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.

 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. Transactio Code (Instr. 8)	5. Number of onDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 0.18	08/13/2015		А	25,000	<u>(1)</u>	08/12/2022	Common Stock	25,000

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## **Reporting Owners**

Reporting Owner N	Relationships					
F B		Director	10% Owner	Officer	Other	
ROMEO CHARLES P C/O BIO-KEY INTERNA 3349 HIGHWAY 138, BU WALL, NJ 07719	Х					
Signatures						
/s/ Charles P. Romeo	08/17/2015					
<u>**</u> Signature of	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).

(1) The option vests in three equal annual installments on August 13, 2016, 2017, and 2018.

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.

Reporting Person