

WARE ALEXANDER H
Form 4
March 07, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WARE ALEXANDER H

2. Issuer Name and Ticker or Trading Symbol
BARFRESH FOOD GROUP INC.
[BRFH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

8383 WILSHIRE BLVD, SUITE 750

03/29/2017

(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

BEVERLY HILLS, CA 90211

(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 Ownership (Instr. 4)
Common Stock	03/29/2017		A	V Amount (A) or (D) Price 64,349 A \$ 0 (1)	220,599 (2)	I	see footnote (3)
Common Stock	09/11/2017		A	V Amount (A) or (D) Price 31,646 A \$ 0 (4)	252,245	I	see footnote (3)
Common Stock	01/16/2018		A	V Amount (A) or (D) Price 49,603 A \$ 0 (5)	301,848	I	see footnote (3)

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

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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. 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. Nu
				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
WARE ALEXANDER H 8383 WILSHIRE BLVD, SUITE 750 BEVERLY HILLS, CA 90211	X			

Signatures

/s/ Alexander H. Ware
03/07/2018
 **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).
- (1) Represents director's fees of \$25,000 for the first half of 2017 paid in stock pursuant to the Issuer's compensation plan for non-employee directors.
Excludes 19,500 shares that are directly held by the reporting person but were previously included on the reporting persons Form 4 dated September 28, 2016, in the total number of shares reported as held indirectly by the reporting person vis-a-vis the Alexander H. Ware Revocable Trust u/a/d 12/20/04.
- (3) Shares are held by the Alexander H. Ware Revocable Trust u/a/d 12/20/04.
- (4) Represents director's fees of \$25,000 for the second half of 2017 paid in stock pursuant to the Issuer's compensation plan for non-employee directors.
- (5) Represents director's fees of \$25,000 for the first half of 2018 paid in stock pursuant to the Issuer's compensation plan for non-employee directors.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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