

ARC Group Worldwide, Inc.
Form 4
February 12, 2016

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 *
Everest Hill Group Inc.

2. Issuer Name and Ticker or Trading Symbol
ARC Group Worldwide, Inc.
[ARCW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/10/2016

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

TROPIC ISLE BUILDING, PO BOX 3331

(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

ROAD TOWN, TORTOLA, D8 D8 VG 1110

(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)
				(A) or (D)	Price		
Common Stock	02/10/2016		P	4,940	A	\$ 1.3707	9,063,576 D
Common Stock	02/11/2016		P	2,000	A	\$ 1.4353	9,065,576 D
Common Stock	02/12/2016		P	1,400	A	\$ 1.4797	9,066,976 D

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

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SEC 1474 (9-02)

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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 Owned Following Transaction (Instr. 3 and 4)
				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

Everest Hill Group Inc.
TROPIC ISLE BUILDING
PO BOX 3331
ROAD TOWN, TORTOLA, D8 D8 VG 1110

X

Signatures

s/ Susan V. Demers, for Vicali Services
(BVI) Inc.

02/12/2016

**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).

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. ;">

Number

Description

2.1

Agreement and Plan of Merger (incorporated by reference to the Company's Definitive Proxy Statement on Schedule 14A filed on September 5, 2007)

2.2

First Amendment to Merger Agreement (incorporated by reference to the Company's Definitive Proxy Statement on Schedule 14A filed on September 5, 2007)

2.3

Exhibit A to Merger Agreement - Amended and Restated Plan of Merger (incorporated by reference to the Company's Definitive Proxy Statement on Schedule 14A filed on September 5, 2007)

10.1

Amended and Restated Employment Agreement (incorporated by reference to the Company's Definitive Proxy Statement on Schedule 14A filed on September 5, 2007)

10.2*

Investor Rights Agreement

99.1*

Press Release dated October 26, 2007

99.2

Financial Statements of JD Holdings, Inc. (incorporated by reference to the Company's Definitive Proxy Statement on Schedule 14A filed on September 5, 2007)

Independent Auditors' Report

Balance Sheet as of June 30, 2007 and 2006 (unaudited), December 31, 2006 and December 31, 2005 (audited)

Explanation of Responses:

Statements of Operations for the three and six months ended June 30, 2006 and 2007 (unaudited) and twelve months ended December 31, 2006 and 2005 (audited) and December 31, 2004 (unaudited)

* Previously filed.

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Statements of Stockholders' Equity as of June 30, 2007 (unaudited)

Statements of Cash Flows for the six months ended June 30, 2007 and 2006 (unaudited) and twelve months ended December 31, 2006 and 2005 (audited) and December 31, 2004 (unaudited)

Notes to Financial Statements

99.3 Pro Forma Financial Information of the Company and JD Holdings, Inc. (incorporated by reference to the Company's Definitive Proxy Statement on Schedule 14A filed on September 5, 2007)

Unaudited Pro Forma Condensed Combined Financial Statements

Unaudited Pro Forma Condensed Combined Balance Sheet as of May 26, 2007

Notes to Unaudited Pro Forma Condensed Combined Balance Sheet as of May 26, 2007

Unaudited Pro Forma Condensed Combined Statement of Operations for the six months ended May 26, 2007 and year ended November 25, 2006

Notes to Unaudited Pro Forma Condensed Combined Statement of Operations for the six months ended May 26, 2007 and year ended November 25, 2006

99.4 Financial Statements of JD Holdings, Inc.

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Statements of Operations for the three and nine months ended September 30, 2006 and 2007 (unaudited) and twelve months ended December 31, 2006 and 2005 (audited)

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Statements of Cash Flows for the nine months ended September 30, 2007 and 2006 (unaudited) and twelve months ended December 31, 2006 and 2005 (audited)

Notes to Financial Statements

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99.5	Pro Forma Financial Information
	Unaudited Pro Forma Condensed Combined Financial Statements
	Unaudited Pro Forma Condensed Combined Balance Sheet as of August 25, 2007
	Notes to Unaudited Pro Forma Condensed Combined Balance Sheet as of August 25, 2007
	Unaudited Pro Forma Condensed Combined Statement of Operations for the nine months ended August 25, 2007 and year ended November 25, 2006
	Notes to Unaudited Pro Forma Condensed Combined Statement of Operations for the nine months ended August 25, 2007 and year ended November 25, 2006

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

JOE S JEANS INC.
(Registrant)

Date: January 10, 2008

By: /s/ Marc Crossman
Marc Crossman
President, Chief Executive Officer, and Director
(Principal Executive Officer)

Exhibit Index

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Chaim Lebovits

7
