

ROCKWELL MEDICAL, INC.

Form 4

May 23, 2017

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 *
RAVICH MARK H

2. Issuer Name and Ticker or Trading Symbol
ROCKWELL MEDICAL, INC.
[RMTI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/19/2017

____ Director _____ 10% Owner
____ Officer (give title below) X Other (specify below)
See Footnote 1

600 SOUTH HIGHWAY
169, SUITE 1660

(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
 X Form filed by More than One Reporting Person

ST. LOUIS PARK, MN 55426

(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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock <u>(1)</u> | 05/19/2017 | | X | | 30,000 | A | \$ 6 314,750 | D | |
| Common Stock <u>(1)</u> | 05/19/2017 | | X | | 10,000 | A | \$ 6 10,000 | I | By: Norman and Sally Ravich Family Trust <u>(5)</u> |
| Common Stock <u>(1)</u> | | | | | | | 44,400 | I | By: Norman J. Ravich Irrevocable Trust <u>(2)</u> |

| | | | |
|--------------------------------|--------|---|---|
| Common Stock ⁽¹⁾ | 25,000 | I | By: Alexander Coleman Ravich 1991 Irrevocable Trust ⁽³⁾ |
| Common Stock ⁽¹⁾ | 25,000 | I | By: Alyssa Danielle Ravich 1991 Irrevocable Trust ⁽⁴⁾ |

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.

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. Pri Deriv Secur (Instr | |
|---|--|---|---|--------------------------------------|--|--|---|------------------------------------|-------------------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |
| Call Option (right to buy) | \$ 6 | 05/19/2017 | | X | 300 | <u>(6)</u> 05/19/2017 | Common Stock ⁽¹⁾ | 30,000 | \$ |
| Call Option (right to buy) | \$ 6 | 05/19/2017 | | X | 100 | <u>(6)</u> 05/19/2017 | Common Stock ⁽¹⁾ | 10,000 | \$ |

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

| | |
|--|----------------|
| RAVICH MARK H 600 SOUTH HIGHWAY 169 SUITE 1660 ST. LOUIS PARK, MN 55426 | See Footnote 1 |
| Norman J. Ravich Irrevocable Trust 600 SOUTH HIGHWAY 169 SUITE 1660 ST. LOUIS PARK, MN 55426 | See Footnote 1 |
| Norman & Sally Ravich Family Trust 600 SOUTH HIGHWAY 169 SUITE 1660 ST. LOUIS PARK, MN 55426 | See Footnote 1 |
| Alexander Coleman Ravich 1991 Irrevocable Trust 600 SOUTH HIGHWAY 169 SUITE 1660 ST. LOUIS PARK, MN 55426 | See Footnote 1 |
| Alyssa Danielle Ravich 1991 Irrevocable Trust 600 SOUTH HIGHWAY 169 SUITE 1660 ST. LOUIS PARK, MN 55426 | See Footnote 1 |

Signatures

| | |
|--|------------|
| By: /s/ Mark H. Ravich | 05/23/2017 |
| **Signature of Reporting Person | Date |
| By: Norman J. Ravich Irrevocable Trust, By: /s/ Mark H. Ravich, Trustee | 05/23/2017 |
| **Signature of Reporting Person | Date |
| By: Norman and Sally Ravich Family Trust, By: /s/ Mark H. Ravich, Trustee | 05/23/2017 |
| **Signature of Reporting Person | Date |
| By: Alexander Coleman Ravich 1991 Irrevocable Trust, By: /s/ Mark H. Ravich, Trustee | 05/23/2017 |
| **Signature of Reporting Person | Date |
| By: Alyssa Danielle Ravich 1991 Irrevocable Trust, By: /s/ Mark H. Ravich, Trustee | 05/23/2017 |
| **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).

This Form 4 is filed jointly by Norman J. Ravich Irrevocable Trust ("NJR Trust"), Norman and Sally Ravich Family Trust ("NSR Trust"), Alexander Coleman Ravich 1991 Irrevocable Trust ("ACR Trust"), Alyssa Danielle Ravich 1991 Irrevocable Trust ("ADR Trust") and Mark H. Ravich (collectively, the "Reporting Persons"). Each of the Reporting Persons may be deemed to be a member of a Section 13(d)

- (1) group that may be deemed to collectively beneficially own more than 10% of the Issuer's outstanding shares of Common Stock. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein. The filing of this Form 4 shall not be deemed an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any securities of the Issuer he or it does not directly own.

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- (2) Represents securities owned directly by NJR Trust. Mr. Ravich, as the trustee of NJR Trust, may be deemed to beneficially own the securities owned directly by NJR Trust.
- (3) Represents securities owned directly by ACR Trust. Mr. Ravich, as the trustee of ACR Trust, may be deemed to beneficially own the securities owned directly by ACR Trust.
- (4) Represents securities owned directly by ADR Trust. Mr. Ravich, as the trustee of ADR Trust, may be deemed to beneficially own the securities owned directly by ADR Trust.
- (5) Represents securities owned directly by NSR Trust. Mr. Ravich, as the trustee of NSR Trust, may be deemed to beneficially own the securities owned directly by NSR Trust.
- (6) The Call Options reported herein were exercisable beginning on the date of their purchase.

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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