

ASHER DANIEL
Form 4
February 14, 2019

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
ASHER DANIEL

2. Issuer Name **and** Ticker or Trading
Symbol
NATIONAL HOLDINGS CORP
[NHLN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
111 W JACKSON BLVD, 20TH FL
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2019

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

CHICAGO, IL 60604

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(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	02/01/2019		P		1,000	A	\$ 3.23	1,586,274 ⁽¹⁾	I	Through Intracoastal Capital LLC ⁽²⁾
Common Stock	02/12/2019 ⁽³⁾		P		350,000	A	\$ 3.25	1,936,874 ⁽⁴⁾	I	Through Equitec Specialists, LLC ⁽⁵⁾
Common Stock	02/12/2019 ⁽⁶⁾		P		527,932	A	\$ 3.25	2,464,806	I	Through Sphinx Trading, LP ⁽⁷⁾

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

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				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
ASHER DANIEL 111 W JACKSON BLVD 20TH FL CHICAGO, IL 60604	X

Signatures

/s/ Daniel Asher 02/14/2019

**Signature of Date
Reporting Person

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) This purchase transaction closed a short position created by Intracoastal Capital LLC before the reporting person became subject to Section 16 of the Securities Exchange Act of 1934 and had no impact on the amount of securities beneficially owned by the reporting person following the transaction. As reported on a Form 4 filed on February 6, 2019, the reporting person owned 1,586,274 shares of common stock following the last transaction the reporting person made in NHLD common stock on January 30, 2019.
- (2) The reporting person is a member of the board of managers of Intracoastal Capital LLC.
- (3) The right and obligation to acquire these shares was assigned to Equitec Specialists, LLC from NHC Holdings, LLC on February 11, 2019.

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- (4) As reported on a Form 4 filed on February 6, 2019, the reporting person owned 1,586,874 shares of common stock following the last transaction the reporting person made in NHLD common stock on February 4, 2019.
- (5) The reporting person controls 50% of the voting membership interests in Equitec Specialists, LLC.
- (6) The right and obligation to acquire these shares was assigned to Sphinx Trading, LP from NHC Holdings, LLC on February 11, 2019.
- (7) The reporting person is a member and the president of Oakmont Investments, LLC, the general partner of Sphinx Trading, LP.

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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