

Edgar Filing: HALLWOOD GROUP INC - Form 4

HALLWOOD GROUP INC
 Form 4
 January 11, 2002

F O R M 4

U.S. 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 Instructin 1(b)

OMB APPROVAL
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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(f) of the Investment Company Act 1940

| | | |
|--|--|--|
| 1.Name and Address of Reporting Person* | 2.Issuer Name and Ticker or Trading Symbol | 6.Relatio Person all App |
| The Alpha Trust | The Hallwood Group Incorporated ("HWG") | |
| ----- (Last) (First) (MI) | 3.IRS or Soc.Sec.No. of Reporting Person (Voluntary) | 4.Statement for Month/Year |
| Le Rocabella, 24 Princess Grace Avenue | | December, 2001 |
| ----- (Street) | | ----- 7.If Amendment, Date of Original (Month/Year) |
| 1204 Geneva, Switzerland | | 7.Ind Fil Lin |
| ----- (City) (State) (Zip) | | X --- |

Table I - Non-Derivative Securities Acquired, Disposed of or Beneficially Owned

| | | | |
|----------------------------------|--|-------------------------------------|-------------------|
| 1. Title of Security (Inst.3) | 2. Transaction Date (Month/ Day/Yr) | 3. Transaction Code (Instr.8) | 4. Se or (I |
| | | Code V | Am |

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| | | | |
|--------------|----------|-------|--------|
| Common Stock | 12/05/01 | D | 63,400 |
| ----- | ----- | ----- | ----- |
| ----- | ----- | ----- | ----- |
| ----- | ----- | ----- | ----- |
| ----- | ----- | ----- | ----- |
| ----- | ----- | ----- | ----- |
| ----- | ----- | ----- | ----- |

| 5. Amount of Securities Beneficially Owned at at End of Month (Inst. 3 & 4) | 6. Ownership Form Direct (D) or Indirect (I) | 7. Nature of Beneficial (Inst. 3 & 4) |
|--|--|---|
| 726,687 | I | By Hallwo |
| ----- | ----- | ----- |
| ----- | ----- | ----- |
| ----- | ----- | ----- |
| ----- | ----- | ----- |
| ----- | ----- | ----- |

Reminder: Report on a separate line for each class securities owned directly or indirectly. *If the form is filed by more than one reporting person, see Instruction 4(b) (v). Page 1

FORM 4 (continued)
Page 2

Table II - Derivative Securities Acquired, Disposed of,
or Beneficially Owned (e.g., puts, calls,
warrants, options, convertible security)

| 1. Title of Derivative Security (Instr.3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month (Day/Year) |
|--|--|---|
|--|--|---|

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| | | |
|--|---------|----------|
| Convertible Promissory Note (right to buy) | \$10.13 | 12/06/01 |
| Convertible Promissory Note (right to buy) | \$ 6.47 | 12/06/01 |
| | | |
| | | |
| | | |
| | | |

| 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | | 6. Date Exercisable & Expiration Date (Mon./Day/Year) | | 7. Title & Amount Underlying Security (Inst. 3 & 4) |
|--|-----|---|-----------------|---|
| (A) | (D) | Date Exercisable | Expiration Date | Title |
| \$1,500,000 | | 3/16/01 | | Common Stock |
| \$1,000,000 | | 9/15/01 | | Common Stock |
| | | | | |
| | | | | |

| 8. Price of Derivative Security (Inst.5) | 9. Number of Derivative Securities Beneficially Owned at end of Month (Instr. 4) | 10. Ownership Form of Derivative Security Direct (D) or Indirect (I) (Instr.4) | 11. |
|--|--|--|-----|
| \$1,500,000 | | I | By |
| \$1,000,000 | | I | By |
| | | | |
| | | | |

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- (1) Hallwood Investments Limited is wholly-owned by the Alpha Trust (the "Trust"). Mylene Gumbiner is one of three trustees of the Trust and is a discretionary beneficiary of the Trust.
- (2) Right to acquire 172,302 shares of common stock issuable upon conversion of a Promissory Note, dated March 16, 2000 (convertible at \$10.13 per share after March 16, 2001) terminated upon payment of such note.
- (3) Right to acquire 171,647 shares of common stock issuable upon conversion of a Promissory Note, dated September 15, 2000 (convertible at \$6.47 per share after September 15, 2001) terminated upon payment of such note.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

By: /s/ Mylene G

Name: Mylene G
Title: Trustee

Potential persons who are to respond to the collections of information contained in this form are not required to respond unless the form displays a currently valid OMD Number.

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