

CONCIERGE TECHNOLOGIES INC

Form 4

December 12, 2016

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Gerber Nicholas Daniel

2. Issuer Name **and** Ticker or Trading
Symbol
CONCIERGE TECHNOLOGIES
INC [cneg]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
127 DEVIN ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/08/2016

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
CEO/Secretary; Chairman

MORAGA, CA 94556

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

(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	12/08/2016 ⁽¹⁾		J/K ⁽¹⁾		286,882,373	A	\$ 0 ⁽²⁾
							313,549,040 ⁽³⁾
							I
							Trustee of Nicholas and Melinda Gerber Living Trust ⁽⁴⁾

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

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information contained in this form are not
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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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Series B Voting, Convertible, Preferred Stock	\$ 0	12/08/2016 ⁽¹⁾		J/K ⁽¹⁾		9,354,119		⁽⁵⁾	⁽⁵⁾	Common Stock	187,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gerber Nicholas Daniel 127 DEVIN ROAD MORAGA, CA 94556	X	X	CEO/Secretary; Chairman	

Signatures

Nicholas Gerber 12/12/2016

 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).

(1) On September 19, 2016, Concierge Technologies, Inc., a Nevada corporation (the "Company"), entered into a conditional Stock Purchase Agreement (the "Agreement"), dated September 10, 2016, with Wainwright Holdings, Inc., a Delaware corporation ("Wainwright") and certain shareholders of Wainwright (the "Sellers"). The Agreement closed on December 9, 2016, resulting in the acquisition of shares as reported on this Form 4. A copy of the Agreement can be found on the Company's Form 8-K filed with the Commission on September 20, 2016.

(2) The Shares were issued at a cost basis of \$0.085 per share.

The Holder previously reported beneficial ownership on Form 3, filed with the Commission on February 5, 2015. The Company
(3) completed a 1:10 reverse split on December 15, 2015 (the "Reverse"). The amount of securities beneficially owned reflects the Reverse Split.

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- (4) By Nicholas and Melinda Gerber Living Trust. Nicholas Gerber and Melinda Gerber have voting dispositive control over the shares beneficially owned by the Nicholas and Melinda Gerber Living Trust.

- Each share of the Series B Voting, Convertible, Preferred Stock is convertible into 20 shares of common stock at any time (except as restricted below), at the holder's election, and has no expiration date. A holder of shares of Series B Voting, Convertible, Preferred Stock may not exercise its conversion rights until after 270 days after the date of issuance of the shares and, if exercised, must be exercised with regard to all shares of the series held by such holder and, provided further, no conversion shall take place until the Company has amended its Articles of Incorporation to ensure there are authorized shares of common stock at least sufficient to allow all shares of this Series to be converted into common stock.
- (5)

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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