Berning Jacob J Form 4 January 03, 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

(Print or Type Responses)

(Last)

(City)

1.Title of

Security

(Instr. 3)

1. Name and Address of Reporting Person \*

Berning Jacob J

(First) (Middle)

(Zip)

(Month/Day/Year)

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

2. Transaction Date 2A. Deemed

8799 BROOKLYN BLVD

(Street)

(State)

MINNEAPOLIS, MN 55445

(Month/Day/Year)

2. Issuer Name and Ticker or Trading

Symbol

INSIGNIA SYSTEMS INC/MN [ISIG]

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

12/31/2018

4. If Amendment, Date Original

Filed(Month/Day/Year)

3. 4. Securities Execution Date, if

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

(A) or

Code V Amount (D) Price

**OMB APPROVAL OMB** 

3235-0287 Number: January 31,

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5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner Other (specify

Officer (give title below)

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

Reported

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

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Indirect Beneficial Ownership Owned (I) (Instr. 4) Following

(Instr. 4)

Transaction(s) (Instr. 3 and 4)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and 7. Title and Amount of 8. P Derivative Transaction of Derivative Expiration Date **Underlying Securities** Conversion (Month/Day/Year) Execution Date, if Der Code (Month/Day/Year) (Instr. 3 and 4) Security or Exercise Securities Sec any

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	(A) Disp (D) (Inst	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Ins
				Code '	V (A	Α) (Γ	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Equivalent	\$ 0 (1)	12/31/2018		A	3,6	591	<u>(1)</u>	(1)	Common Stock	3,691	\$

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Berning Jacob J 8799 BROOKLYN BLVD MINNEAPOLIS, MN 55445

# **Signatures**

/s/ Joyce E. Kobilka, Attorney-In-Fact

01/03/2019

\*\*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).

Each Common Stock Equivalent is the economic equivalent of one share of Insignia Systems, Inc. common stock. The Common Stock

Equivalents were acquired pursuant to the Insignia Systems, Inc. Deferred Compensation Plan for Directors (the "Plan"), whereby

Directors may elect to defer receipt of cash fees. The Common Stock Equivalents will be settled (i) in Insignia Systems, Inc. common stock upon a separation from service with the Company or (ii) in cash upon an earlier change in control of the Company.

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.

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