

Andina Acquisition Corp  
 Form 4  
 December 24, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
**WEIL A LORNE**

(Last) (First) (Middle)  
 51 EAST 90TH ST  
 (Street)

NEW YORK, NY 10128

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Andina Acquisition Corp [TGLS]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/20/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Code V Amount (D) Price   |  |                                   |

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 | 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 Underl (Instr. 3) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|----------------------------|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|----------------------------|

Edgar Filing: Andina Acquisition Corp - Form 4

| Derivative Security         |        |            | Code | V | (A)     | (D)       | Date Exercisable          | Expiration Date | Title                  |
|-----------------------------|--------|------------|------|---|---------|-----------|---------------------------|-----------------|------------------------|
| Convertible Promissory Note | \$ 0.5 | 12/20/2013 | C    |   |         | 200,000   | 12/20/2013 <sup>(1)</sup> | 12/20/2013      | Warrant (Right to Buy) |
| Warrants (Right to Buy)     | \$ 8   | 12/20/2013 | C    |   | 200,000 |           | 12/20/2013                | 12/20/2016      | Ordinary Shares        |
| Warrants (Right to Buy)     | \$ 8   | 12/20/2013 | J    |   |         | 608,796   | 12/20/2013                | 12/20/2016      | Ordinary Shares        |
| Warrants (Right to Buy)     | \$ 8   | 12/20/2013 | J    |   |         | 2,167,867 | 12/20/2013                | 12/20/2016      | Ordinary Shares        |

## Reporting Owners

| Reporting Owner Name / Address                        | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| WEIL A LORNE<br>51 EAST 90TH ST<br>NEW YORK, NY 10128 | X             |           |         |       |

## Signatures

/s/ A. Lorne  
Weil

12/24/2013

\_\_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).

The principal balance of the Convertible Promissory Note (the "Note") of \$100,000 became payable upon the consummation of the Issuer's initial business combination (the "Business Combination"), which occurred on December 20, 2013. Pursuant to the terms of the

- (1) Note, at the holder's election, the principal balance of the Note was convertible, in whole or in part, into warrants of the Issuer at a price of \$0.50 per warrant upon consummation of the Business Combination. The A. Lorne Weil 2006 Irrevocable Trust - Family Investment Trust (the "Trust") elected to convert the Note in full upon consummation of the Business Combination.
- (2) The Trust transferred warrants to an investor for no consideration in return for the investor agreeing to purchase ordinary shares of the Issuer in a private placement to be consummated on December 30, 2013.
- (3) The Trust transferred warrants to an investor for no consideration in return for the investor purchasing ordinary shares of the Issuer from third-party holders.

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.