

WHITE MARK BRIAN
Form 4
July 31, 2018

FORM 4

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

OMB APPROVAL

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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 *
WHITE MARK BRIAN

(Last) (First) (Middle)

10 MILA

(Street)

CHAMPERY, V8 1874

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
One Horizon Group, Inc. [OHGI]

3. Date of Earliest Transaction
(Month/Day/Year)
11/27/2017

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)
President and CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/27/2017		J ⁽¹⁾		2,000,000	A	\$ 0.125
Common Stock	11/27/2017		J ⁽¹⁾		2,000,000	A	\$ 0.125
Common Stock	11/27/2017		J ⁽³⁾		1,600,000	A	\$ 0 3,600,000
Common Stock	06/05/2018		J ⁽⁴⁾		147,660	A	\$ 0 3,747,660
Common Stock							392,943

I Footnote (5)

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

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(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 Owned Following Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITE MARK BRIAN 10 MILA CHAMPERY, V8 1874	X	X	President and CEO	

Signatures

/s/ Mark Brian
White
07/31/2018
**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) Shares acquired from the Issuer in exchange for 555,000 shares of Series A-1 Convertible Preferred Stock.
- (2) Shares acquired for the benefit of and transferred to Zhanming Wu as consideration for Mr. Wu's previous contribution to the Reporting Person of \$250,000 to be used in connection with the Reporting Person's initial purchase of the Preferred Shares.
- (3) Shares acquired in connection with the employment of the Reporting Person as President and Chief Executive Officer of the Issuer.
- (4) Shares acquired as a bonus.
- (5) Shares owned by Century River Limited, a company wholly owned by Mr. White, and of which he is the President and a director.

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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