

Davidai Eli
Form 3
October 29, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Davidai Eli

(Last) (First) (Middle)

EROU LANCU NICOLAE, NR
43P

(Street)

PIPERA, S5 077191

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/05/2018

3. Issuer Name and Ticker or Trading Symbol
ARC Group Worldwide, Inc. [ARCW]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Restricted Common Stock

125,000 ⁽¹⁾

I

By Zori Investment Limited ⁽¹⁾

Restricted Common Stock

50,000

I

By Zori Investment Limited

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (right to buy)	Â <u>(2)</u>	05/14/2025	Common Stock	260,000 <u>(3)</u>	\$ 2.35	D	Â
Stock Options (right to buy)	Â <u>(4)</u>	01/15/2023	Common Stock	104,500 <u>(4)</u>	\$ 1.51	D	Â
Stock Options (right to buy)	Â <u>(5)</u>	08/26/2023	Common Stock	27,210 <u>(5)</u>	\$ 2.5	D	Â
Stock Options (right to buy)	Â <u>(6)</u>	02/10/2027	Common Stock	74,575 <u>(6)</u>	\$ 4.4	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davidai Eli EROU LANCU NICOLAE, NR 43P PIPERA, S5 077191	Â X	Â	Â	Â

Signatures

/s/ Eli Davidai 09/05/2018

 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 shares were purchased by Zori Investment Limited ("Zori"), a company controlled by the reporting person, pursuant to the terms and conditions of the Rights Offering Backstop Agreement (the "Backstop Agreement"), in the form of Exhibit 10.1 filed on January 11, 2018 with the U.S. Securities & Exchange Commission under Form S-1/A of the Issuer, Registration Statement 333-221967. The Backstop

- (1) Agreement was executed by the reporting person on behalf of Zori on February 6, 2018. The issuer determined on February 24, 2018 to call for the purchase by Zori of 125,000 shares of Common Stock (the "Backstop Shares") at the purchase price of \$2.00 per share, in accordance with the terms and conditions of the Backstop Agreement. All such Backstop Shares were duly purchased and issued by the Company to Zori on February 28, 2018.

- (2) Twenty-five percent (25%) of the Stock Options granted shall vest upon the date of grant, May 14, 2018, and the balance of such options shall vest on each anniversary of the date of grant until the Stock Options have vested in full. The Options shall expire on May 14, 2025 the seventh anniversary of the date of grant. As of the date of this report, 65,000 such stock options exercisable for shares of common stock were fully vested.

- (3) On May 14, 2018 Mr. Davidai was granted 260,000 shares of stock options where twenty-five percent (25%) of the Stock Options vested on the date of grant and the balance of such options shall vest on each anniversary of the date of grant until the Stock Options have vested in full. The Options shall expire on May 14, 2025 the seventh anniversary of the date of grant. As of May 14, 2018, the date of grant, 65,000 options for shares of common stock were fully vested and exercisable.

- (4) Twenty percent (20%) of such stock options vested upon the date of grant and the balance of such options shall vest on each anniversary of the date of grant until the Options have vested in full. The options shall expire on January 15, 2023, the fifth anniversary of the date of grant. As of the date of this report, 62,700 such stock options exercisable for the purchase of shares of the issuer's common stock were fully vested.

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- (5) The entire 27,210 of Stock Options granted on August 26, 2016 vested in full on the date of grant. All such stock options will expire on August 26, 2023.
- (6) On February 10, 2017 Mr. Davidai was granted 74,575 shares of stock options that will vest on December 31, 2018. The stock options will expire on February 10, 2027.

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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