

HILL HOWARD F
Form 4
June 18, 2018

FORM 4

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

OMB APPROVAL

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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 *
HILL HOWARD F

2. Issuer Name and Ticker or Trading Symbol
R F INDUSTRIES LTD [RFIL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
7610 MIRAMAR RD, SUITE 6000
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/14/2018

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

SAN DIEGO, CA 92126-4202

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 06/14/2018 | | M | | 4,000 | A | \$ 5.88 |
| Common Stock | 06/14/2018 | | S | | 4,000 | D | \$ 8.1 |
| Common Stock | 06/14/2018 | | M | | 4,000 | A | \$ 4.41 |
| Common Stock | 06/14/2018 | | S | | 4,000 | D | \$ 8.2 |
| Common Stock | 06/15/2018 | | M | | 4,000 | A | \$ 4.07 |
| Common Stock | 06/15/2018 | | S | | 4,000 | D | \$ 8.3 |

Common
Stock

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 5.88 | 06/14/2018 | | M | 4,000 | ⁽¹⁾ 04/11/2019 | Common Stock | 4,000 |
| Stock Option (right to buy) | \$ 4.41 | 06/14/2018 | | M | 4,000 | ⁽²⁾ 11/19/2019 | Common Stock | 4,000 |
| Stock Option (right to buy) | \$ 4.07 | 06/15/2018 | | M | 4,000 | ⁽³⁾ 04/06/2020 | Common Stock | 4,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HILL HOWARD F 7610 MIRAMAR RD SUITE 6000 SAN DIEGO, CA 92126-4202 | X | | | |

Signatures

/s/ Tony D. Shin, Attorney
in Fact

06/18/2018

__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) Stock Option vests and becomes exercisable in three equal annual increments beginning April 11, 2015.
 - (2) Stock Option vests and becomes exercisable in three annual increments beginning October 31, 2015 for 1,333 shares, October 31, 2016 for 1,333 shares and October 31, 2017 for 1,334 shares.
 - (3) Stock Option vests and becomes exercisable in two installments with 4,366 shares becoming exercisable on 7/6/15 and 4,367 shares becoming exercisable on 10/6/15.

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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