Young Kenneth M Form 3 July 19, 2018

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

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 *

Young Kenneth M

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

07/10/2018

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

B. Riley Financial, Inc. [RILY]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O B. RILEY FINANCIAL, INC., 21255 BURBANK

BLVD., SUITE 400

(Street)

10% Owner Director

_X__ Officer Other (give title below) (specify below) President

(Check all applicable)

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

Person

Form filed by More than One

Reporting Person

WOODLAND HILLS, CAÂ 91367

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: Direct (D) or Indirect

SEC 1473 (7-02)

(Instr. 5)

(I) (Instr. 5)

Common Stock

57,080 (1)

Â D

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

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

1. Title of Derivative Security

Expiration Date

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

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Derivative Security:

(Instr. 4)

(Month/Day/Year)

Price of Derivative

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Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of Shares (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Young Kenneth M

C/O B. RILEY FINANCIAL, INC.
21255 BURBANK BLVD., SUITE 400

WOODLAND HILLS, CAÂ 91367

Signatures

/s/ Kenneth Mark
Young

**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).

Represents restricted stock units that settle in common stock of the Company and vests as follows: Total Vested Shares: 16,427. Total

(1) Shares Outstanding: 21,936 shares which vest in two equal installments on May 24, 2019 and May 22, 2020; 6,666 shares to vest May 24, 2021; 6,026 shares to vest October 1, 2018 and 6,025 shares to vest October 1, 2019

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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