

EMERSON RADIO CORP
Form 3
September 14, 2016

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)

| | | | | | |
|---|---|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Ho Wing On Christopher</p> <p>(Last) (First) (Middle)</p> <p>119 EMERALD HILL ROAD, #12-01 RESIDENCES AT EMERALD HILL</p> <p>(Street)</p> <p>SINGAPORE, U0 229401</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/19/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>EMERSON RADIO CORP [MSN]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|---|

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) |
|--|--|---|--|
| Common Stock, \$0.01 par value per share | 0 | D | |
| Common Stock, \$0.01 par value per share | 15,243,283 | I | See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> |

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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| Date Exercisable | Expiration Date | (Instr. 4) | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) |
|------------------|-----------------|------------|----------------------------|------------------------------|---|
| | | Title | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Ho Wing On Christopher 119 EMERALD HILL ROAD #12-01 RESIDENCES AT EMERALD HILL SINGAPORE, U0 229401 | X | | | |

Signatures

/s/ Christopher Ho
08/19/2016

**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).
- (1) These shares are owned directly by S&T International Distribution Ltd., which is a wholly owned subsidiary of Grande N.A.K.S. Ltd., which is a wholly owned subsidiary of The Grande Holdings Limited. Sino Bright Enterprises Co., Ltd., Grosvenor Fair Limited, Barrican Investments Corporation, McVitie Capital Limited and The Ho Family Trust Limited directly hold approximately 73.65%, in the aggregate, of The Grande Holdings Limited. McVitie Capital Limited is a wholly owned subsidiary of Barrican Investments Corporation, and was acquired by Barrican Investments Corporation on June 28, 2016. McVitie Capital Limited holds approximately 1.275% of The Grande Holdings Limited. Barrican Investments Corporation is a wholly owned subsidiary of Airwave Capital Limited. Sino Bright Enterprises Co., Ltd., Grosvenor Fair Limited and Airwave Capital Limited are wholly owned subsidiaries of The Ho Family Trust Limited.
- (2) (Continued from Footnote 1) The Ho Family Trust Limited is a wholly owned subsidiary of the Ho Family Trust. Accolade (PTC) Inc. is the trustee of the Ho Family Trust. Grande N.A.K.S. Ltd., The Grande Holdings Limited, Sino Bright Enterprises Co., Ltd., Grosvenor Fair Limited, Barrican Investments Corporation, McVitie Capital Limited, The Ho Family Trust Limited, the Ho Family Trust and Accolade (PTC) Inc. are indirect beneficial owners of the reported securities. Accolade (PTC) Inc. disclaims any pecuniary interest in the shares owned by S&T International Distribution Ltd.
- (3) (Continued from Footnote 2) Mr. Ho is a discretionary beneficiary of the Ho Family Trust, Chief Executive Officer of The Ho Family Trust Limited and the Chairman of the Board of Emerson and may be deemed to share beneficial ownership of the shares owned by S&T International Distribution Ltd. Mr. Ho disclaims beneficial ownership of the shares owned by S&T International Distribution Ltd. The filing of this statement shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Person is the beneficial owner of equity securities described in this statement as indirectly owned.

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.