AWARE INC /MA/ Form 4 April 29, 2014

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

OMB Number:

3235-0287

2005

0.5

January 31, Expires:

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Ronin Capital, LLC

2. Issuer Name and Ticker or Trading

Symbol

AWARE INC /MA/ [AWRE]

3. Date of Earliest Transaction

(Month/Day/Year)

350 N. ORLEANS STREET, SUITE 2N

(Street)

(State)

(First)

(Middle)

(Zip)

04/25/2014

4. If Amendment, Date Original

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

(Check all applicable)

5. Relationship of Reporting Person(s) to

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Form filed by One Reporting Person X\_ Form filed by More than One Reporting

Issuer

CHICAGO, IL 60654-1975

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative :	Securi	ities Acqu	ired, Disposed of	f, or Beneficial	ly 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)	on(A) or Di	or Disposed of (D) str. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)	,	
Common Stock	04/25/2014		P	12,067	A	\$ 5.48 (1)	3,181,534	D (2)	
Common Stock	04/28/2014		P	4,516	A	\$ 5.494 (3)	3,186,050	D (2)	

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

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 2. 3. Transaction Date 3A. Deemed 4. 5. 6. Date Exercisable and 7. Title and	8. Price of	9. Nu
Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date Amount of	Derivative	Deriv
Security or Exercise any Code of (Month/Day/Year) Underlying	Security	Secui
(Instr. 3) Price of (Month/Day/Year) (Instr. 8) Derivative Securities	(Instr. 5)	Bene
Derivative Securities (Instr. 3 and 4	)	Own
Security Acquired		Follo
(A) or		Repo
Disposed		Trans
of (D)		(Instr
(Instr. 3,		
4, and 5)		
Amour	nt .	
or		
Date Expiration Title Number	r	
Exercisable Date of	1	
Code V (A) (D) Shares		

# **Reporting Owners**

Relationships					
Director	10% Owner	Officer	Other		
	X				
X	X				
	04/29/2014	4			
	Date				
	04/29/2014	4			
	Date				
		Director 10% Owner  X  X  X  O4/29/201  Date  04/29/2014	Director 10% Owner Officer  X  X  X  X  O4/29/2014  Date  04/29/2014		

# **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) The 12,067 shares were purchased at an average price of \$5.48 per share. The actual price per share purchased ranged from \$5.43 to \$5.57 per share.
- The reported shares of common stock of Aware Inc. are held in a Class C Capital Account of John S. Stafford, III at Ronin Capital, LLC (2) ("Ronin"), a limited liability company owned and managed by Mr. Stafford. Mr. Stafford is the indirect beneficial owner of all of the shares of common stock of Aware Inc. held of record by Ronin.

Reporting Owners 2

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(3) The 4,516 shares were purchased at an average price of \$5.494 per share. The actual price per share purchased ranged from \$5.44 to \$5.51 per share.

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.