SIELOX INC Form 4

November 29, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

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response...

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

(Time of Type	Responses)							
	Address of Repo ONDA JAMI	_	2. Issuer Name <b>and</b> Ticker or Trading Symbol SIELOX INC [SLXN.OB]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)				
GROUP, L	NGTON CAF .P., 888 SEVI 17TH FLOO	ENTH	(Month/Day/Year) 11/27/2007	Director 10% Owner Officer (give titleX Other (specify below)  See Remarks				
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
NEW YOR	K, NY 10019	)	Filed(Month/Day/Year)	Applicable Line) Form filed by One Reporting Person _X_ 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		Date 2A. Dee	med 3. 4. Securities Acquire	ed 5. Amount of 6. 7. Nature of				

(City)	(State)	(Zip) Tabl	e I - Non-E	<b>Derivative</b>	Secur	rities Ac	quired, Disposed	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership	
			Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	11/27/2007		P	3,000	A	\$ 0.31	835,320	I	By Barington Companies Offshore Fund, Ltd. (1) (2) (3)
Common Stock	11/28/2007		P	1,100	A	\$ 0.31	836,420	I	By Barington Companies Offshore Fund, Ltd.

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			<u>(1)</u> <u>(2)</u> <u>(3)</u>
Common Stock	1,051,873	I	By Barington Companies Equity Partners, L.P. (1) (2) (3)
Common Stock	2,095,948	I	By Barington Capital Group, L.P. (1) (2) (3) (4)
Reminder: Report on a separate line for each class of securities beneficially owner	d directly or indirectly.		

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SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5. orNumber	6. Date Exerc Expiration D		7. Title Amou		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Monus Day/Tear)	(Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/ e		Under Securi	lying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

MITAROTONDA JAMES A C/O BARINGTON CAPITAL GROUP, L.P. 888 SEVENTH AVENUE, 17TH FLOOR NEW YORK, NY 10019

See Remarks

BARINGTON COMPANIES EQUITY PARTNERS L P 888 SEVENTH AVENUE

See Remarks

Reporting Owners 2

17TH FLOOR

NEW YORK, NY 10019

Barington Companies Investors, LLC

888 SEVENTH AVENUE

17TH FLOOR See Remarks

NEW YORK, NY 10019

BARINGTON CAPITAL GROUP L P

888 SEVENTH AVENUE

17TH FLOOR See Remarks

NEW YORK, NY 10019

NEW TORK, NT 10019

LNA Capital Corp.

888 SEVENTH AVENUE See Remarks

17TH FLOOR

NEW YORK, NY 10019

Barington Companies Offshore Fund, Ltd. (BVI)

C/O BISON FINANCIAL SERVICES LIMITED

BISON COURT, ROAD TOWN

See Remarks

TORTOLA, D8

Barington Offshore Advisors II, LLC

888 SEVENTH AVENUE

17TH FLOOR See Remarks

NEW YORK, NY 10019

## **Signatures**

BARINGTON COMPANIES EQUITY PARTNERS, L.P., By: Barington Companies

Investors, LLC, its general partner, By: /s/ James A. Mitarotonda, its managing member 11/29/2007

\*\*Signature of Reporting Person Date

BARINGTON COMPANIES INVESTORS, LLC, By: /s/ James A. Mitarotonda, its

managing member 11/29/2007

\*\*Signature of Reporting Person Date

BARINGTON COMPANIES OFFSHORE FUND, LTD., By: /s/ James A. Mitarotonda, its

president 11/29/2007

\*\*Signature of Reporting Person Date

BARINGTON OFFSHORE ADVISORS II, LLC, By: /s/ James A. Mitarotonda, its

managing member 11/29/2007

\*\*Signature of Reporting Person Date

BARINGTON CAPITAL GROUP, L.P., By: LNA Capital Corp., its general partner, By: /s/

James A. Mitarotonda, its president and CEO 11/29/2007

\*\*Signature of Reporting Person Date

LNA CAPITAL CORP., By: /s/ James A. Mitarotonda, its president and CEO

\*\*Signature of Reporting Person Date

/s/ James A. Mitarotonda

Signatures 3

\*\*Signature of Reporting Person

## **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).
  - As the general partner of Barington Companies Equity Partners, L.P., Barington Companies Investors, LLC may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Equity Partners, L.P. As the investment advisor to Barington Companies Offshore Fund, Ltd., Barington Offshore Advisors II, LLC may be deemed to beneficially own the
- (1) shares of Common Stock beneficially owned by Barington Companies Offshore Fund, Ltd. As the majority member of Barington Companies Investors, LLC and Barington Offshore Advisors II, LLC, Barington Capital Group, L.P. may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Equity Partners, L.P. and Barington Companies Offshore Fund, Ltd.
  - (Continuation of Footnote 2) As the general partner of Barington Capital Group, L.P., LNA Capital Corp. may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Equity Partners, L.P., Barington Companies Offshore
- (2) Fund, Ltd. and Barington Capital Group, L.P. James A. Mitarotonda is the sole stockholder and director of LNA Capital Corp. and therefore may be deemed to beneficially own the shares of Common Stock beneficially owned by Barington Companies Equity Partners, L.P., Barington Companies Offshore Fund, Ltd. and Barington Capital Group, L.P.
- The Reporting Persons disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein, and this report shall not be deemed to be an admission that the Reporting Persons are the beneficial owners of these securities for purposes of Section 16 or for any other purpose.
- (4) Excludes shares owned directly by Barington Companies Equity Partners, L.P. and Barington Companies Offshore Fund, Ltd.

#### **Remarks:**

Each Reporting Person may be deemed to be a member of a Section 13(d) group that owns more than 10% of the Issuer's outst 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.

Date