

MERRIMAC INDUSTRIES INC  
 Form 4  
 April 27, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**DELILLO ROCCO A**

2. Issuer Name and Ticker or Trading Symbol  
**MERRIMAC INDUSTRIES INC [MRM]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**41 FAIRFIELD PLACE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**04/25/2007**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**VP, Research and Development**

**WEST CALDWELL, NJ 07006**  
 (City) (State) (Zip)

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

**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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

Reminder: Report on a separate line for each class of securities beneficially owned 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 Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 9.3	04/25/2007	A	10,000					<u>(1)</u>	04/24/2017	Common Stock	10,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DELILLO ROCCO A 41 FAIRFIELD PLACE WEST CALDWELL, NJ 07006			VP, Research and Development	

## Signatures

/s/ Robert V. Condon, Attorney  
in Fact

04/26/2007

\_\_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).

These options were granted under the Issuer's 2006 Stock Option Plan and become exercisable as follows: one-third of such options are (1) exercisable on April 25, 2008, an additional one-third are exercisable on April 25, 2009, and an additional one-third are exercisable on April 25, 2010.

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. eft: Black 2.25pt double; padding-right: 6pt; padding-left: 6pt; font-size: 10pt"> 7

### SOLE DISPOSITIVE POWER

747,750 shares

8

### SHARED DISPOSITIVE POWER

0 shares

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

747,750 shares

10

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

£

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.15%

12

TYPE OF REPORTING PERSON\*

IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1	NAME OF REPORTING PERSONS  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
2	Cacti Partners, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
3	(a) £  (b) S SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION  USA SOLE VOTING POWER
5	NUMBER OF SHARES  BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
	100,000 shares SHARED VOTING POWER
	6  0 shares SOLE DISPOSITIVE POWER
	7  100,000 shares SHARED DISPOSITIVE POWER
	8  0 shares

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON

9

100,000 shares  
CHECK BOX IF THE  
AGGREGATE AMOUNT IN ROW  
(9) EXCLUDES CERTAIN  
SHARES\*

10

£  
PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)

11

.82%  
TYPE OF REPORTING PERSON\*

12

PN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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Item 1(a).

Name of Issuer

Pzena Investment Management, Inc. (the "Issuer").

**Item 1(b).**

**Address of Issuer's Principal Executive Offices**

The Issuer's principal executive offices are located at 120 West 45th Street  
New York, New York, 10036.

Item 2(a).

Name of Person Filing

This statement is jointly filed by Cacti Asset Management, LLC, a Georgia limited liability company ("CAM"), Joshua Pechter ("Pechter") and Cacti Partners, L.P., a Delaware limited partnership ("CP", and together with CAM and Pechter, the "Reporting Persons"). Because Pechter is the managing member of CAM, which is the general partner of CP, each of CAM and Pechter may be deemed, pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended (the "Act"), to be the beneficial owners of all the shares of Common Stock of the Issuer held by CP. The Reporting Persons are filing this joint statement, as they may be considered a "group" under Section 13(d)(3) of the Act. However, neither the fact of this filing nor anything contained herein shall be deemed to be an admission by the Reporting Persons that such a group exists.

**Item 2(b). Address of Principal Business Office or, if none, Residence**

3655 Peachtree Road, Suite 101, Atlanta, Georgia 30319

**Item 2(c). Citizenship**

CAM and CP are organized under the laws of the State of Georgia and Delaware, respectively. Joshua Pechter is a citizen of the United States of America.

**Item 2(d). Title of Class of Securities**

Explanation of Responses:

Class A Common Stock, par value \$0.01 per share

**Item 2(e). CUSIP Number**

74731Q103

**Item 3.** **If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

£Not Applicable

(a) £Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).

(b) £ Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) £Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).

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(d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

(e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).

(f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).

(g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G).

(h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).

(i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).

(j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

#### Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the Issuer identified in Item 1.

##### 1. CAM

(a) Amount beneficially owned:

747,750 shares

(b)

Percent of class:

6.15% (based on 12,148,057 shares of Class A Common Stock outstanding as of October 31, 2013 as reported in the Issuer's 10-Q filed October 31, 2013)

Explanation of Responses:



(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

747,750 shares

(ii) Shared power to vote or to direct the vote

0 shares

(iii) Sole power to dispose or to direct the disposition of

747,750 shares

(iv) Shared power to dispose or to direct the disposition of

747,750 shares

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\*Represents 100,000 shares held directly by CP, of which CAM serves as General Partner, and 647,750 shares controlled by CAM under account management agreements for client accounts in the ordinary course of business pursuant which CAM holds the power to vote and dispose of such shares.

2. CP

(a) Amount beneficially owned:

100,000 shares

(b) Percent of class:

.82% (based on 12,148,057 shares of Class A Common Stock outstanding as of October 31, 2013 as reported in the Issuer's 10-Q filed October 31, 2013)

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

100,000 shares

(v) Shared power to vote or to direct the vote

0 shares

(vi) Sole power to dispose or to direct the disposition of

100,000 shares

Explanation of Responses:

(vii) Shared power to dispose or to direct the disposition of

0 shares

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on  
By the Parent Holding Company

Not Applicable.

Item 8. Identification and Classification of Members of the Group

See Exhibit A.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 2, 2014 CACTI ASSET MANAGEMENT, LLC

By: /s/ Joshua Pechter  
Joshua Pechter, Managing Partner

JOSHUA PECHTER

CACTI PARTNERS, L.P.

By: CACTI ASSET MANAGEMENT, LLC,  
Its General Partner

By: /s/ Joshua Pechter  
Joshua Pechter, Managing Partner

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**EXHIBIT A**

JOINT FILING AGREEMENT

The undersigned hereby agree that the Statement on Schedule 13G dated January 2, 2013 with respect to the shares of Class A Common Stock of Pzena Investment Management, Inc. and any further amendments thereto executed by each and any of the undersigned shall be filed on behalf of each of the undersigned pursuant to and in accordance with the provisions of Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended.

Dated: January 2, 2014 CACTI ASSET MANAGEMENT, LLC

By: /s/ Joshua Pechter  
Joshua Pechter, Managing Partner

JOSHUA PECHTER

CACTI PARTNERS, L.P.

By: CACTI ASSET MANAGEMENT, LLC,  
its General Partner

By: /s/ Joshua Pechter  
Joshua Pechter, Managing Partner