B. Riley Financial, Inc. Form 4

November 23, 2018

#### FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

\_\_ 10% Owner \_\_ Other (specify 0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

B. Riley Financial, Inc.

2. Issuer Name **and** Ticker or Trading Symbol

Select Interior Concepts, Inc. [SIC]

5. Relationship of Reporting Person(s) to Issuer

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 11/20/2018

(Check all applicable)

21255 BURBANK BLVD., SUITE

(Street)

400

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

Code V

below) below)

 Individual or Joint/Group Filing(Check Applicable Line)

Director

Officer (give title

Form filed by One Reporting Person

\_X\_ Form filed by More than One Reporting

Person

**WOODLAND HILLS, CA 91367** 

(City) (State) (Zip)
tle of 2. Transaction Date 2A. Deemed

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

4. Securities

5. Amount of Securities Form: Direct Indirect
Beneficially (D) or Beneficial
Owned Indirect (I) Ownership
Following (Instr. 4) (Instr. 4)

I

(A) Rep Train or (Instance)

Transaction(s) (Instr. 3 and 4)

Class A

Common 11/20/2018 Stock  $P \qquad {1,326 \atop \underline{(4)}} \quad A$ 

A \$8 2,303,735

See notes (1) (2) (3)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

#### Edgar Filing: B. Riley Financial, Inc. - Form 4

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(Insti

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)
	Derivative				Securities	3		(Instr.	3 and 4)	
	Security				Acquired					
	·				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable Date	Title I	Number		
							2		of	
				Code V	(A) (D)				Shares	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships				
r	Director	10% Owner	Officer	Other	
B. Riley Financial, Inc. 21255 BURBANK BLVD. SUITE 400 WOODLAND HILLS, CA 91367		X			
BRC Partners Opportunity Fund, LP 11100 SANTA MONICA BLVD., SUITE 800 LOS ANGELES, CA 90025		X			
BRC Partners Management GP, LLC 11100 SANTA MONICA BLVD., SUITE 800 LOS ANGELES, CA 90025		X			
B. RILEY CAPITAL MANAGEMENT, LLC 11100 SANTA MONICA BLVD., SUITE 800 LOS ANGELES, CA 90025		X			
B. Riley FBR, Inc. 11100 SANTA MONICA BLVD., SUITE 800 LOS ANGELES, CA 90025		X			

## **Signatures**

B. Riley Financial, Inc., by: /s/ Bryant R. Riley, Co-Chief Executive Officer					
**Signature of Reporting Person	Date				
BRC Partners Opportunity Fund, L.P., by: /s/ Bryant R. Riley, Chief Investment Officer					
**Signature of Reporting Person	Date				
BRC Partners Management GP, LLC., by: /s/ Bryant R. Riley, Chief Executive Officer of B. Riley Capital Management, LLC, its sole member	11/23/2018				
**Signature of Reporting Person	Date				
B. Riley Capital Management, LLC, by: /s/ Bryant R. Riley, Chief Executive Officer	11/23/2018				

Reporting Owners 2

\*\*Signature of Reporting Person

Date

B. Riley FBR, Inc., by: /s/ Andy Moore, Chief Executive Officer

11/23/2018

\*\*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).
  - In addition to B. Riley Financial, Inc., a Delaware corporation ("BRF"), this Form 4 is being filed jointly by BRC Partners Opportunity Fund, L.P., a Delaware limited partnership ("BRPLP"), B. Riley Capital Management, LLC, a New York limited liability company
- (1) ("BRCM"), BRC Partners Management GP, LLC, a Delaware limited liability company ("BRPGP"), and B. Riley FBR, Inc., a Delaware corporation ("BRFBR") (collectively, the "Filing Persons"). Each of the Filing Persons disclaims beneficial ownership of the outstanding shares of Class A Common Stock, par value \$0.01 per share ("Common Stock"), of Select Interior Concepts, Inc., a Delaware corporation (the "Issuer"), reported herein except to the extent of its pecuniary interest therein.
- BRPGP is the general partner of BRPLP, BRCM is an investment advisor to BRPLP and BRF is the parent company of BRCM. As a result, BRPGP, BRCM and BRF may be deemed to indirectly beneficially own the Shares held by BRPLP. BRF is the parent company of BRFBR. As a result, BRF may be deemed to indirectly beneficially own the Shares held by BRFBR.
- (3) Represents shares of Common Stock owned directly by BRFBR.
  - The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from
- (4) \$7.95 to \$8.00, inclusive. The Filing Persons reporting person undertakes to provide to the Commission, upon request, full information regarding the number of shares sold at each separate price.

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.

Signatures 3