

VOXX International Corp
Form 3
October 04, 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)

1. Name and Address of Reporting Person *

Â Geise Ian Sebastian

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

07/21/2016

3. Issuer Name and Ticker or Trading Symbol
VOXX International Corp [VOXX]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

___ Director ___ 10% Owner

X Officer ___ Other
(give title below) (specify below)

President Voxx Accessories

6. Individual or Joint/Group

Filing(Check Applicable Line)

X Form filed by One Reporting Person

___ Form filed by More than One Reporting Person

C/O VOXX ACCESSORIES
CORPORATION,Â 3502
WOODVIEW TRACE

(Street)

INDIANAPOLIS,Â INÂ 46268

(City)

(State)

(Zip)

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)

Class A Common Stock

0

D

Â

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
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--|---------------------|--------------------|----------------------------|----------------------------------|-------------------|--|---|
| SERP - Restricted Stock Units - Grant Date 01/30/2014 ⁽¹⁾ | Â ⁽²⁾ | Â ⁽²⁾ | Class A Common Stock | 4,311 ⁽³⁾ | \$ ⁽⁴⁾ | D | Â |
| SERP - Restricted Stock Units - Grant Date 12/02/2014 ⁽¹⁾ | Â ⁽²⁾ | Â ⁽²⁾ | Class A Common Stock | 4,954 ⁽³⁾ | \$ ⁽⁴⁾ | D | Â |
| SERP - Restricted Stock Units - Grant Date 07/08/2015 ⁽¹⁾ | Â ⁽²⁾ | Â ⁽²⁾ | Class A Common Stock | 4,098 ⁽³⁾ | \$ ⁽⁴⁾ | D | Â |
| SERP - Restricted Stock Units - Grant Date 07/21/2015 ⁽¹⁾ | Â ⁽²⁾ | Â ⁽²⁾ | Class A Common Stock | 11,439 ⁽³⁾ | \$ ⁽⁴⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Geise Ian Sebastian C/O VOXX ACCESSORIES CORPORATION 3502 WOODVIEW TRACE INDIANAPOLIS, IN 46268 | Â | Â | Â President Voxx Accessories | Â |

Signatures

/s/ Ian Sebastian
Geise

07/25/2016

^{**}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).

- Grant of restricted stock units ("RSUs") pursuant to the Issuer's 2014 Omnibus Equity Incentive Plan (the "Plan"). The RSUs will vest on the later of three years from the date of grant or the grantee reaching the age of 65 years. At the time of vesting, the Issuer, in its sole
- (1) discretion, may pay RSUs in the form of cash, shares of the Issuer's Class A Common Stock or a combination of both. This Form 4 includes the reporting person's balance in the Issuer's Supplemental Executive Retirement Plan ("SERP") that is hypothetically invested 100% in the Issuer's Class A Common Stock on the date of grant.
- The vested balance in the reporting person's SERP account is payable in cash, Class A Common Stock or a combination of both following
- (2) a Participant's termination of service due to death, Disability, retirement no less than 3 years from the initial date of participation in the Plan or a reason approved by the Board in accordance with Article 2.2 of the Plan.
- Represents the aggregate number of RSUs allocated to the reporting person under the SERP as of the date of grant based on the Fair
- (3) Market Value defined as the mean between the highest and lowest quoted selling price of a share of the Issuer's Class A Common Stock on each of the grant dates, January 30, 2014, December 2, 2014, July 8, 2015 and July 21, 2016, respectively.
- (4) The number of RSUs allocated to the reporting person under the SERP is determined by dividing the amount of deferred eligible director compensation by the Fair Market Value of a share of the Issuer's Class A Common Stock on each applicable award date.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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