

BAGLEY E BRYAN

Form 4

December 07, 2018

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BAGLEY E BRYAN

(Last) (First) (Middle)

1470 ARLINGTON DR

(Street)

SALT LAKE CITY, UT 84103

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
CLEARONE INC [CLRO]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/04/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/04/2018		X	V Amount 70,403	(A) or (D) Price \$ 1.2	109,176	D
Common Stock	12/04/2018		X	(1) 977,325.5	A \$ 1.2	1,581,411.5	I
							See Footnote (2)

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

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SEC 1474  
(9-02)

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Subscription Rights	\$ 1.2	12/04/2018		X			70,403	(3)	(3)	Common Stock	70,403
Subscription Rights	\$ 1.2	12/04/2018		X			977,325.5	(3)	(3)	Common Stock	977,325.5

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAGLEY E BRYAN 1470 ARLINGTON DR SALT LAKE CITY, UT 84103			X	

## Signatures

/s/ BRYAN E.  
BAGLEY

12/06/2018

\*\*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).

(1) Consists of 7,262 shares of common stock acquired by Mr. Bagley's children, 606,905 shares of common stock that Mr. Bagley is deemed to have acquired because they are acquired by revocable trusts for which he acts as a co-trustee with his wife, and 363,158.50 shares that Mr. Bagley is deemed to have indirectly acquired because he has a pecuniary interest in that number of shares that were acquired by an irrevocable trust for which Mr. Bagley acts a co-trustee.

(2) Mr. Bagley's indirect ownership consists of 11,262 shares of common stock owned by Mr. Bagley's children, 1,006,991 shares of common stock that Mr. Bagley is deemed to indirectly own because they are in revocable trusts for which he acts as a co-trustee with his wife, and 563,158.50 shares that Mr. Bagley is deemed to indirectly own because he has a pecuniary interest in that number of shares that are held in a irrevocable trust for which Mr. Bagley acts a co-trustee.

(3) The subscription rights were exercisable through November 28, 2018 subject to acceptance by the issuer. The issuer accepted all validly tendered subscription rights on December 4, 2018

(4) Consists of 7,262 subscription rights exercised by Mr. Bagley's children, 606,905 subscription rights that Mr. Bagley is deemed to have exercised because they were exercised by revocable trusts for which he acts as a co-trustee with his wife, and 363,158.50 subscription rights that Mr. Bagley is deemed to have indirectly exercised because he has a pecuniary interest in that number of subscription rights that were exercised by an irrevocable trust for which Mr. Bagley acts a co-trustee.

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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