

BOEGNER RAY  
Form 4  
January 29, 2018

**FORM 4**

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

OMB APPROVAL

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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 \*  
BOEGNER RAY

2. Issuer Name and Ticker or Trading Symbol  
BALLANTYNE STRONG, INC.  
[BTN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
11422 MIRACLE HILLS DRIVE,  
SUITE 300  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/26/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President - Cinema

OMAHA, NE 68154

(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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (D) Price  |  |                                   |
| Common Stock                    | 01/26/2018                           |  | A                              |   | 40,000<br><u>(5)</u>  | A  | \$ 0 168,019 D                    |

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)**

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| 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options (Right to Buy)               | \$ 4.7   |                                      |  |                                |   | (1) 01/11/2022   | Common Stock  | 5,000                         |
| Stock Options (Right to Buy)               | \$ 4.33  |                                      |  |                                |   | (2) 11/22/2025   | Common Stock  | 32,000                        |
| Stock Options (Right to Buy)               | \$ 6.5   |                                      |  |                                |   | (3) 02/28/2027   | Common Stock  | 40,000                        |
| Stock Options (Right to Buy)               | \$ 4.7   | 01/26/2018                           |  | A                              | 50,000  | (4) 01/26/2028   | Common Stock  | 50,000                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                    |       |
|--|---------------|-----------|--------------------|-------|
|  | Director      | 10% Owner | Officer            | Other |
| BOEGNER RAY<br>11422 MIRACLE HILLS DRIVE, SUITE 300<br>OMAHA, NE 68154 |               |           | President - Cinema |       |

## Signatures

/s/ Ray F. 01/29/2018  
Boegner

\*\*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) Stock Options granted under the Company's 2010 Long-Term Incentive Plan. Stock Options became exercisable 1/4 each year beginning on the first anniversary of the grant date and were vested in full as of January 11, 2016.

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- (2) Stock Options granted under the Company's 2010 Long-Term Incentive Plan. Stock Options become exercisable 1/5 each year beginning on the first anniversary of the grant date, November 22, 2015.
- (3) Stock Options granted under the Company's 2010 Long-Term Incentive Plan. Stock Options become exercisable 1/5 each year beginning on the first anniversary of the grant date, February 28, 2017.
- (4) Stock Options granted under the Company's 2017 Omnibus Equity Compensation Plan. Stock Options become exercisable 1/5 each year beginning on the first anniversary of the grant date, January 26, 2018.
- (5) Restricted stock units granted pursuant to the 2017 Omnibus Equity Compensation Plan. RSUs will vest 1/3 each year beginning on the first anniversary of the grant date, January 26, 2018.

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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