

GOLDEN ENTERPRISES INC

Form 4

September 13, 2016

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCCUTCHEON MARK W

2. Issuer Name **and** Ticker or Trading
Symbol
GOLDEN ENTERPRISES INC
[GLDC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

ONE GOLDEN FLAKE DRIVE

(Street)

BIRMINGHAM, AL 35205

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
09/09/2016

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

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman, President and CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/09/2016	09/09/2016	G ⁽¹⁾	4,455 D \$ 0	0 ⁽²⁾	I	See Footnote (4)
Common Stock ⁽³⁾	09/09/2016	09/09/2016	G ⁽¹⁾	200 D \$ 0	3,822	I	See Footnote (4)
Common Stock					5,231,128	I	By SYB, Inc. (5)
Common Stock					600,279	I	By Testamentary Marital Trust (5)

Edgar Filing: GOLDEN ENTERPRISES INC - Form 4

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)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCUTCHEON MARK W ONE GOLDEN FLAKE DRIVE BIRMINGHAM, AL 35205	X		Chairman, President and CEO	

Signatures

/s/ Mark W.
McCutcheon 09/13/2016

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) Charitable contribution to Internal Revenue Code Section 501(c)(3) entity.
- (2) Total number of shares shown after next transaction, which occurred simultaneously with this disposition.
- (3) Charitable contribution of common stock owned by the wife of Mark W. McCutcheon. Except for SEC reporting purposes, Mr. McCutcheon has disclaimed all beneficial ownership of his wife's shares.
- (4) By Golden Flake Snack Foods, Inc. 401(k) Plan and Trust.
- (5) As a Company Director, Mr. McCutcheon serves on the Voting Committee created under the Last Will and Testament/Trusts and SYB, Inc. Common Stock Trust created by Sloan Y. Bashinsky, Sr. (AMr. Bashinsky@). The Voting Committee, presently made up of eight

Edgar Filing: GOLDEN ENTERPRISES INC - Form 4

members (seven members of the Issuer's Board of Directors and one member selected by the Personal Representatives and Trustees of Mr. Bashinsky's Estate/Trusts), votes the shares of Issuer's stock owned by the Marital Trust created by the Last Will and Testament of Mr. Bashinsky (A Testamentary Trust) (600,279 Shares) and the shares owned by SYB, Inc. (5,231,128 Shares). Mr. McCutcheon disclaims beneficial ownership of such Shares. The Voting Committee has previously executed a Schedule 13D on behalf of a Voting Group of the Testamentary Trust and the SYB, Inc. Common Stock Trust.

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.