

FINJAN HOLDINGS, INC.
Form SC 13G/A
January 16, 2019

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b) (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)

(Amendment No. 2)

Finjan Holdings, Inc.

(Name of Issuer)

Common Stock, \$0.0001 par value

(Title of Class of Securities)

31788H303

(CUSIP Number)

December 31, 2018

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

NAME OF
REPORTING
PERSONS

I.R.S.
IDENTIFICATION
NOS. OF ABOVE
PERSONS
(ENTITIES ONLY)

1

BRC Partners
Opportunity Fund,
LP
CHECK
THE
APPROPRIATE
BOX ^(a)
IF A
MEMBER ^(b)
OF A
GROUP*
SEC USE ONLY

2

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

Delaware
NUMBER OF
SHARES

SOLE VOTING
POWER

BENEFICIALLY 5
OWNED BY
EACH
REPORTING
PERSON WITH

- 0 -

6 SHARED
VOTING
POWER

- 0 -
SOLE
DISPOSITIVE
POWER

7

- 0 -
SHARED
DISPOSITIVE
POWER

8

- 0 -
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

9

- 0 -
CHECK BOX IF
THE AGGREGATE
AMOUNT IN ROW
(9) EXCLUDES
CERTAIN
SHARES*

10

PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

11

0%
TYPE OF
REPORTING
PERSON*

12

PN

NAME OF
REPORTING
PERSONS

I.R.S.
IDENTIFICATION
NOS. OF ABOVE
PERSONS
(ENTITIES ONLY)

1

B. Riley Diversified
Equity Fund
CHECK
THE
APPROPRIATE
BOX ^(a)
IF A
MEMBER ^(b)
OF A
GROUP*
SEC USE ONLY

2

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

Delaware
NUMBER OF
SHARES

SOLE
VOTING
POWER

BENEFICIALLY 5
OWNED BY
EACH
REPORTING
PERSON WITH

- 0 -

SHARED
VOTING
POWER

6

- 0 -

SOLE
DISPOSITIVE
POWER

7

- 0 -
SHARED
DISPOSITIVE
POWER

8

- 0 -
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

9

- 0 -
CHECK BOX IF
THE AGGREGATE
AMOUNT IN ROW
(9) EXCLUDES
CERTAIN
SHARES*

10

PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

11

0%
TYPE OF
REPORTING
PERSON*

12

IV

NAME OF
REPORTING
PERSONS

I.R.S.
IDENTIFICATION
NOS. OF ABOVE
PERSONS
(ENTITIES ONLY)

1

B. Riley Capital
Management, LLC
CHECK
THE
APPROPRIATE
BOX ^(a)
IF A
MEMBER ^(b)
OF A
GROUP*
SEC USE ONLY

2

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

NUMBER OF
SHARES

New York
SOLE
VOTING
POWER

BENEFICIALLY 5
OWNED BY
EACH
REPORTING
PERSON WITH

- 0 -

SHARED
VOTING
POWER

6

- 0 -

SOLE
DISPOSITIVE
POWER

7

- 0 -
SHARED
DISPOSITIVE
POWER

8

- 0 -
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

9

- 0 -
CHECK BOX IF
THE AGGREGATE
AMOUNT IN ROW
(9) EXCLUDES
CERTAIN
SHARES*

10

PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

11

0%
TYPE OF
REPORTING
PERSON*

12

IA

NAME OF
REPORTING
PERSONS

1 I.R.S.
IDENTIFICATION
NOS. OF ABOVE
PERSONS
(ENTITIES ONLY)

2 B. Riley FBR, Inc.
CHECK
THE
APPROPRIATE
BOX ^(a)
IF A
MEMBER ^(b)
OF A
GROUP*
3 SEC USE ONLY

4 CITIZENSHIP OR
PLACE OF
ORGANIZATION

NUMBER OF
SHARES Delaware
SOLE
VOTING
POWER

BENEFICIALLY 5
OWNED BY
EACH
REPORTING
PERSON WITH

- 0 -

SHARED
VOTING
POWER

6

- 0 -

7

SOLE
DISPOSITIVE
POWER

- 0 -
SHARED
DISPOSITIVE
POWER

8

- 0 -
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

9

- 0 -
CHECK BOX IF
THE AGGREGATE
AMOUNT IN ROW
(9) EXCLUDES
CERTAIN
SHARES*

10

PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

11

0%
TYPE OF
REPORTING
PERSON*

12

BD

NAME OF
REPORTING
PERSONS

I.R.S.
IDENTIFICATION
NOS. OF ABOVE
PERSONS
(ENTITIES ONLY)

1

B. Riley Financial,
Inc.
CHECK
THE
APPROPRIATE
BOX ^(a)
IF A
MEMBER ^(b)
OF A
GROUP*
SEC USE ONLY

2

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

Delaware
NUMBER OF
SHARES

SOLE
VOTING
POWER

BENEFICIALLY 5
OWNED BY
EACH
REPORTING
PERSON WITH

- 0 -

SHARED
VOTING
POWER

6

- 0 -

SOLE
DISPOSITIVE
POWER

7

- 0 -
SHARED
DISPOSITIVE
POWER

8

- 0 -
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

9

- 0 -
CHECK BOX IF
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AMOUNT IN ROW
(9) EXCLUDES
CERTAIN
SHARES*

10

PERCENT OF
CLASS
REPRESENTED
BY AMOUNT IN
ROW (9)

11

0%
TYPE OF
REPORTING
PERSON*

12

CO

Item 1(a).

Name of Issuer:

Finjan Holdings, Inc., a Delaware corporation (the “Issuer”).

Item 1(b).

Address of Issuer’s Principal Executive Offices:

2000 University Avenue

Suite 600

East Palo Alto CA 94303

Item 2(a).

Name of Person Filing:

BRC Partners Opportunity Fund, L.P., a Delaware limited partnership (“BPOF”)

B. Riley Diversified Equity Fund, a series of the World Funds Trust, a Delaware statutory trust (the “Mutual Fund”)

B. Riley Capital Management, LLC, a New York limited liability company (“BRCM”)

B. Riley FBR, Inc., a Delaware corporation (“BRFBR”); and

B. Riley Financial, Inc., a Delaware corporation (“BRF”)

Each of the foregoing is referred to as a “Reporting Person” and collectively as the “Reporting Persons.”

Item 2(b).

Address of Principal Business Office or, if None, Residence:

The principal business address of each of BPOF, the Mutual Fund, BRCM, and BRFBR is:

11100 Santa Monica Blvd. Suite 800

Los Angeles, CA 90025

The principal place of business of BRF is:

21255 Burbank Blvd. Suite 400

Woodland Hills, CA 91367

Item 2(c).

Citizenship:

BPOF, the Mutual Fund, BRFBR, and BRF are organized under the laws of the State of Delaware.

BRCM is organized under the laws of the State of New York.

Item 2(d).

Title of Class of Securities:

Common Stock, par value \$0.0001 (the "Common Stock")

Item 2(e).

CUSIP Number:

31788H303

Item 3. **If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:**

Not applicable.

- (a) Broker or dealer registered under Section 15 of the Exchange Act.
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) Investment company registered under Section 8 of the Investment Company Act.
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act.
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).
- (k) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution: _____

Item 4.

Ownership

(a) **Amount beneficially owned:**

As of the close of business on December 31, 2018, each of the reporting persons owns zero shares of Common Stock.

(b)

Percent of class:

Zero percent

(c)

Number of shares as to which such person has:

(i)

Sole power to vote or to direct the vote

See Cover Pages Items 5-9.

(ii)

Shared power to vote or to direct the vote

See Cover Pages Items 5-9.

(iii)

Sole power to dispose or to direct the disposition of

See Cover Pages Items 5-9.

(iv) Shared power to dispose or to direct the disposition of

See Cover Pages Items 5-9.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary That Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certifications.

By signing below each of the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: January 16, 2019 BRC PARTNERS OPPORTUNITY
FUND, LP

By: B. Riley Capital Management, LLC
its General Partner

By:
Name: Bryant R. Riley
Title: Chief Executive Officer

B. RILEY DIVERSIFIED EQUITY FUND

By: B. Riley Capital Management, LLC
its Investment Advisor

By:
Name: Bryant R. Riley
Title: Chief Executive Officer

**B. RILEY CAPITAL
MANAGEMENT, LLC**

By:
Name: Bryant R. Riley
Title: Chief Executive Officer

B. RILEY FBR, INC.

By:
Name: Bryant R. Riley
Title: Executive Officer

B. RILEY FINANCIAL, INC

By:

Name: Bryant R. Riley

Title: Co-Chief Executive Officer