

Acorn International, Inc.
Form SC 13D/A
August 26, 2016

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 9)

ACORN INTERNATIONAL, INC.

(Name of Issuer)

Ordinary Shares**

American Depositary Shares

(Title of Class of Securities)

004854105***

(CUSIP Number)

Theresa Roche

c/o OAR Management, Inc.

9911 S. 78th Avenue

Hickory Hills, IL 60457

708-430-9337

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

August 25, 2016

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. "

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

- * The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.
- ** Not for trading, but only in connection with the registration of American Depositary Shares each representing 20 ordinary shares.
- *** This CUSIP applies to the American Depositary Shares.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No.: 004854105

Names of Reporting Persons

1 Robert W. Roche

Check the Appropriate Box if a Member of a Group (See Instructions)

2

(a) (b)
SEC Use Only

3

Source of Funds (See Instructions)

4

PF

Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

5

Citizenship or Place of Organization:

6

United States of America

Number of Sole Voting Power:

Shares

7

Beneficially

0

Owned by

8 Shared Voting Power:

Each

Reporting

Person 0

With

Sole Dispositive Power:

9
0

10 Shared Dispositive Power:

0

**Aggregate Amount Beneficially
Owned by Each Reporting
Person:**

11

None⁽¹⁾

**Check if the Aggregate Amount
in Row (11) Excludes Certain
Shares (See Instructions):** ..

12

**Percent of Class Represented by
Amount in Row (11):**

13

0%⁽²⁾

**Type of Reporting Person (See
Instructions):**

14

IN

The following shares were sold on August 25, 2016 pursuant to the purchase and sale arrangements described herein: (i) 12,052,976 ordinary shares and 50,072 American Depositary Shares, each of which represents 20 ordinary shares ("ADSs") (for a total of 1,001,440 ordinary shares underlying the 50,072 ADSs), held by Acorn Composite Corporation, of which Mr. Robert W. Roche is the sole owner; and (ii) 42,321 ADSs (representing a total of 846,420 ordinary shares) held by The Robert W. Roche 2009 Declaration of Trust, of which Mr. Robert W. Roche is the trustee.

Based on 79,308,343 total outstanding ordinary shares of the Issuer as of April 30, 2016, as disclosed by the Issuer in its Annual Report on Form 20-F filed with the Securities and Exchange Commission (the "SEC") on May 16, 2016 (the "Form 20-F"). As of June 30, 2015, approximately 15,864,027 of the Issuer's outstanding ordinary shares were represented by ADSs, as disclosed by the Issuer in its Form 6-K filed with the SEC on October 16, 2015 (the "Form 6-K").

CUSIP No.: 004854105

Names of Reporting Persons

1

Acorn Composite Corporation

Check the Appropriate Box if a Member of a Group (See Instructions)

2

(a) (b)

SEC Use Only

3

Source of Funds (See Instructions)

4

WC

Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

5

Citizenship or Place of Organization:

6

Nevada

Number of 7 Sole Voting Power:

Shares

Beneficially 0

Owned by

Shared Voting Power:

Each

Reporting 8

0

Person

With

Sole Dispositive Power:

9

0

10 Shared Dispositive Power:

0

**Aggregate Amount Beneficially
Owned by Each Reporting
Person:**

11

None⁽³⁾

**Check if the Aggregate Amount
in Row (11) Excludes Certain
Shares (See Instructions):**

12

**Percent of Class Represented by
Amount in Row (11):**

13

0%⁽⁴⁾

14

**Type of Reporting Person (See
Instructions):**

CO

(3) Acorn Composite Corporation sold 12,052,976 ordinary shares and 50,072 ADSs (representing a total of 1,001,440 ordinary shares) on August 25, 2016 pursuant to the purchase and sale arrangements described herein.

Based on 79,308,343 total outstanding ordinary shares of the Issuer as of April 30, 2016, as disclosed by the Issuer (4) in the Form 20-F. As of June 30, 2015, approximately 15,864,027 of the Issuer's outstanding ordinary shares were represented by ADSs, as disclosed by the Issuer in the Form 6-K.

3

CUSIP No.: 004854105

Names of Reporting Persons

1 The Robert W. Roche 2009
Declaration of Trust

**Check the Appropriate Box if a
Member of a Group (See
Instructions)**

2 (a) (b)

SEC Use Only

3

**Source of Funds (See
Instructions)**

4

WC

**Check if Disclosure of Legal
Proceedings Is Required
Pursuant to Items 2(d) or 2(e)**

5

**Citizenship or Place of
Organization:**

6

Illinois

Sole Voting Power:

7
Number of
Shares

Shared Voting Power:

8
Beneficially
Owned by
Each

Sole Dispositive Power:

9
Reporting
Person
With

Shared Dispositive Power:

10
0

**Aggregate Amount Beneficially
Owned by Each Reporting
Person:**

11

None ⁽⁵⁾

**Check if the Aggregate Amount
in Row (11) Excludes Certain
Shares (See Instructions):**

12

**13 Percent of Class Represented by
Amount in Row (11):**

0% ⁽⁶⁾

**Type of Reporting Person (See
Instructions):**

14

OO

(5) The Robert W. Roche 2009 Declaration of Trust sold 42,321 ADSs (representing a total of 846,420 ordinary shares) on August 25, 2016 pursuant to the purchase and sale arrangements described herein.

Based on 79,308,343 total outstanding ordinary shares of the Issuer as of April 30, 2016, as disclosed by the Issuer (6) in the Form 20-F. As of June 30, 2015, approximately 15,864,027 of the Issuer's outstanding ordinary shares were represented by ADSs, as disclosed by the Issuer in the Form 6-K.

4

CUSIP No.: 004854105

Names of Reporting Persons

1

The Grand Crossing Trust

Check the Appropriate Box if a Member of a Group (See Instructions)

2

(a) (b)

SEC Use Only

3

Source of Funds (See Instructions)

4

WC

Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

5

Citizenship or Place of Organization:

6

Illinois

Number of **7** **Sole Voting Power:**

Shares

Beneficially 0

Owned by

Shared Voting Power:

Each

Reporting 8

0

Person

With

Sole Dispositive Power:

9

0

10 Shared Dispositive Power:

0

**Aggregate Amount Beneficially
Owned by Each Reporting
Person:**

11

None⁽⁷⁾

**Check if the Aggregate Amount
in Row (11) Excludes Certain
Shares (See Instructions):**

12

**Percent of Class Represented by
Amount in Row (11):**

13

0%⁽⁸⁾

14

**Type of Reporting Person (See
Instructions):**

OO

(7) The Grand Crossing Trust sold 1,846,291 ordinary shares on August 25, 2016 pursuant to the purchase and sale arrangements described herein.

Based on 79,308,343 total outstanding ordinary shares of the Issuer as of April 30, 2016, as disclosed by the Issuer (8) in the Form 20-F. As of June 30, 2015, approximately 15,864,027 of the Issuer's outstanding ordinary shares were represented by ADSs, as disclosed by the Issuer in the Form 6-K.

5

CUSIP No.: 004854105

Names of Reporting Persons

1

The Felicitas Trust

Check the Appropriate Box if a Member of a Group (See Instructions)

2

(a) (b)

SEC Use Only

3

Source of Funds (See Instructions)

4

WC

Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

5

Citizenship or Place of Organization:

6

Illinois

Number of **7** **Sole Voting Power:**

Shares

Beneficially 0

Owned by

Shared Voting Power:

Each

Reporting 8

0

Person

With

Sole Dispositive Power:

9

0

10 Shared Dispositive Power:

0

**Aggregate Amount Beneficially
Owned by Each Reporting
Person:**

11

None⁽⁹⁾

**Check if the Aggregate Amount
in Row (11) Excludes Certain
Shares (See Instructions):**

12

**Percent of Class Represented by
Amount in Row (11):**

13

0%⁽¹⁰⁾

14

**Type of Reporting Person (See
Instructions):**

OO

(9) The Felicitas Trust sold 83,791 ADSs (representing a total of 1,675,820 ordinary shares) on August 25, 2016 pursuant to the purchase and sale arrangements described herein.

Based on 79,308,343 total outstanding ordinary shares of the Issuer as of April 30, 2016, as disclosed by the (10) Issuer in the Form 20-F. As of June 30, 2015, approximately 15,864,027 of the Issuer's outstanding ordinary shares were represented by ADSs, as disclosed by the Issuer in the Form 6-K.

6

CUSIP No.: 004854105

Names of Reporting Persons

1

The Moore Bay Trust

Check the Appropriate Box if a Member of a Group (See Instructions)

2

(a) (b)

SEC Use Only

3

Source of Funds (See Instructions)

4

WC

Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

5

Citizenship or Place of Organization:

6

Alaska

Number of **7** **Sole Voting Power:**

Shares

Beneficially 1,751,760

Owned by

Shared Voting Power:

Each

Reporting 8

0

Person

With

Sole Dispositive Power:

9

1,751,760

10 Shared Dispositive Power:

0

**Aggregate Amount Beneficially
Owned by Each Reporting
Person:**

11

1,751,760⁽¹¹⁾

**Check if the Aggregate Amount
in Row (11) Excludes Certain
Shares (See Instructions):**

12

**Percent of Class Represented by
Amount in Row (11):**

13

2.21%⁽¹²⁾

14

**Type of Reporting Person (See
Instructions):**

OO

(11) Includes 87,588 ADSs (representing a total of 1,751,760 ordinary shares) held by The Moore Bay Trust.

Based on 79,308,343 total outstanding ordinary shares of the Issuer as of April 30, 2016, as disclosed by the
(12) Issuer in the Form 20-F. As of June 30, 2015, approximately 15,864,027 of the Issuer's outstanding ordinary
shares were represented by ADSs, as disclosed by the Issuer in the Form 6-K.

7

CUSIP No.: 004854105

1 **Names of Reporting Persons**

Edward J.
Roche, Jr.

2 **Check the Appropriate Box if a Member of a Group (See Instructions)**

(a) (b)

3 **SEC Use Only**

4 **Source of Funds (See Instructions)**

PF

5 **Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)**

**Citizenship or
Place of
Organization:**

6 United States
of America

Number of

Shares

Beneficially

Owned by

Each

Reporting

Person

With