

BARTEL RALPH
Form 4
May 16, 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 *
AZZURRO CAPITAL INC

(Last) (First) (Middle)

C/O MOORE STEPHENS, PO BOX 743, SUITE 5

(Street)

2. Issuer Name and Ticker or Trading Symbol
TRAVELZOO [tzoo]

3. Date of Earliest Transaction
(Month/Day/Year)
05/14/2018

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

WATERGARDENS 4, J1 GX11 1AA

(City) (State) (Zip)

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/14/2018		S		56,471	D	\$ 15.14 <u>(1)</u> <u>(2)</u>	6,923,529	I ⁽³⁾	Shares sold were directly owned by Azzurro Capital Inc.
Common Stock	05/15/2018		S		38,529	A	\$ 14.64 <u>(2)</u> <u>(4)</u>	6,885,000	I ⁽³⁾	Shares sold were directly owned by Azzurro

Capital
Inc.

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

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(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 Owned Beneficially (Instr. 5)
				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

AZZURRO CAPITAL INC
C/O MOORE STEPHENS
PO BOX 743, SUITE 5
WATERGARDENS 4, J1 GX11 1AA

X

Ralph Bartel 2005 Trust
C/O FEDELTA TRUST LIMITED
29/31 ATHOL STREET, OMAR HOUSE BLDG
ISLE OF MAN, X0 1M11LB

X

BARTEL RALPH
CASELLA POSTALE 823
6612 ASCONA, V8 6612

X

X

Signatures

Ralph Bartel, Authorized
Signatory

05/16/2018

**Signature of Reporting Person

Date

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Ralph Bartel, Authorized
Signatory 05/16/2018

__Signature of Reporting Person Date

Ralph Bartel 05/16/2018

__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) Sale prices for the shares sold ranged from \$15.10 to \$15.33 per share.
- (2) The reporting person undertakes to provide, upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each price.
- (3) Indirect ownership applies to Ralph Bartel and the 2005 Ralph Bartel Trust.
- (4) Sale prices for the shares sold ranged from \$14.55 to \$14.70 per share.

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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