

Ross Kyle
Form 4
May 10, 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 *
Ross Kyle

(Last) (First) (Middle)

3700 EAST PARK DRIVE, SUITE 300

(Street)

BEACHWOOD, OH 44122

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ELAH Holdings, Inc. [RELY]

3. Date of Earliest Transaction (Month/Day/Year)
05/09/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Executive Vice President

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) | | |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) Code | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
|------------------------|------------------------------|------------------|------------------|------------------------------------------------------|------------------|-----------------|--------------|----------------------|
| Restricted Stock Units | Ⓐ | 05/09/2018 | J ⁽²⁾ | 32,827 | 02/27/2020 | 02/27/2020 | Common Stock | 32,827 |
| Restricted Stock Units | Ⓐ | 05/09/2018 | J ⁽²⁾ | 19,089 | 02/24/2019 | 02/24/2019 | Common Stock | 19,089 |
| Common Stock Options | \$ 5.72 | 05/09/2018 | J ⁽³⁾ | 162,000 | 12/31/2013 | 08/08/2021 | Common Stock | 162,000 |
| Warrants | \$ 5.64 | 05/09/2018 | H ⁽⁴⁾ | 233,750 | 06/11/2014 | 06/11/2020 | Common Stock | 233,750 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|-----------------------------------------------------------------------|-----------------------------------------------------------|
| Ross Kyle 3700 EAST PARK DRIVE SUITE 300 BEACHWOOD, OH 44122 | Director 10% Owner Officer Executive Vice President Other |

Signatures

/s/ Kyle Ross 05/10/2018
 **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) Each restricted stock unit represents the right to receive one share of common stock, at settlement
- (2) Under the terms of the Real Industry, Inc. Plan of Reorganization (the "Plan"), unvested performance-vesting restricted stock units have been cancelled upon the effective date of the Plan.
- (3) Under the terms of the Plan, all common stock options have been cancelled upon the effective date of the Plan.
- (4) Under the terms of and upon the effective date of the Plan, the Company will cancel the Warrants in full in exchange for \$0.09/Warrant.

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.