

DYNATRONICS CORP  
Form 4  
April 26, 2017

**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 \*  
LARKIN BRIAN

(Last) (First) (Middle)

526 E. EVERGREEN AVE.

(Street)

WYNDMOOR, PA 19038

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
DYNATRONICS CORP [DYNT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/05/2016

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)

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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|  |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                           | 10/05/2016                           |  | P                              |   | 885   | A  | ①                                 |
| Common Stock                           | 01/03/2017                           |  | P                              |   | 939   | A  | ①                                 |
| Restricted Common Stock <sup>(2)</sup> | 01/15/2017                           |  | P                              |   | 2,944   | A  | ③                                 |
| Common Stock                           | 01/15/2017                           |  | P                              |   | 2,945   | A  | ③                                 |
| Common Stock                           | 04/04/2017                           |  | P                              |   | 782   | A  | ①                                 |

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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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                           |
| Series A Preferred Stock                   | \$ 2.5   | 06/30/2015                           |  | P                              | 40,000  | 06/30/2015 <u>(4)</u>                                    | Common Stock 40,000  |
| A-Warrants                                 | \$ 2.75  | 06/15/2015                           |  | P                              | 30,000  | 06/30/2015 06/30/2021                                    | Common Stock 30,000  |
| B-Warrants                                 | \$ 2.75  | 06/15/2015                           |  | P                              | 30,000  | <u>(5)</u> <u>(5)</u>                                    | Common Stock 30,000  |
| Series B Preferred Stock                   | \$ 2.5   | 12/28/2016                           |  | P                              | 8,000   | 12/28/2016 <u>(6)</u>                                    | Common Stock 8,000   |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| LARKIN BRIAN<br>526 E. EVERGREEN AVE.<br>WYNDMOOR, PA 19038 |               | X         |         |       |

## Signatures

Brian M. Larkin                      04/26/2017  
 \*\*Signature of                      Date  
 Reporting Person

## 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) Payment of quarterly dividends on 8% Series A Preferred Stock in shares of common stock valued at 90% of 10-day average closing bid price.
- (2) Shares subject to forfeiture if service as a director terminates before July 15, 2017.
- (3) Shares issued as compensation for services as a director of the Issuer, valued at \$2.55 per share.
- (4) The Series A Convertible Preferred Stock has no expiration date.
- (5) The B-Warrants are exercisable any time after the date that the holder has purchased all of the shares of Common Stock underlying the A-Warrants issued to the holder and on or prior to the close of business on the six-year anniversary of such date.
- (6) The Series B Convertible Preferred Stock has no expiration date.

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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