Andina Acquisition Corp Form 3 March 16, 2012

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

WEIL A LORNE

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

03/16/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Andina Acquisition Corp [ANDAU]

4. Relationship of Reporting

X Director

Officer

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O SCIENTIFIC GAMES CORPORATION, Â 750 LEXINGTON AVENUE, 25TH

FLOOR

(Street)

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

NEW YORK, NYÂ 10022

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

40,000

Ownership Form:

4. Nature of Indirect Beneficial

By LWEH LLC (1)

Ownership (Instr. 5)

Direct (D) or Indirect

(Instr. 5) Ι

Ordinary Shares

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date**

(Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security**

Conversion

Ownership Form of

6. Nature of Indirect Beneficial Ownership

or Exercise (Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Warrants (2)	(3)	(4)	Ordinary Shares	3,250,000	\$8	I	By The A. Lorne Weil 2006 Irrevocable Trust

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

WEIL A LORNE C/O SCIENTIFIC GAMES CORPORATION 750 LEXINGTON AVENUE, 25TH FLOOR NEW YORK, NYÂ 10022

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Signatures

/s/ A. Lorne Weil 03/16/2012

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The reporting person is the operating manager of LWEH LLC.
- Prior to the effective date of the registration statement relating to the Issuer's initial public offering, an affiliate of the Reporting Person (2) irrevocably committed to purchase these warrants. The purchases are being made on a private placement basis and will be consummated simultaneously with the consummation of the Issuer's initial public offering.
- (3) The warrants will become exercisable upon the later of the completion of an initial business combination and one year from the date of the final prospectus for the Issuer's initial public offering.
- (4) The warrants will expire on the third anniversary of the completion of an initial business combination, or earlier upon redemption.

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.

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