

Willman Aaron
 Form 4
 November 01, 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 *
 Willman Aaron

2. Issuer Name and Ticker or Trading Symbol
 ARC Group Worldwide, Inc.
 [ARCW]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Chief Financial Officer

(Last) (First) (Middle)
 C/O ARC GROUP WORLDWIDE,
 INC., 810 FLIGHTLINE BLVD.
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 09/20/2018

DELAND, FL 32724

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V | Amount or Price (A) or (D) | | |
| Common Stock | 07/31/2018 | | J ⁽¹⁾ | | 1,579 A \$ 2.15 | 5,635 | D |
| Common Stock | 01/31/2018 | | J ⁽¹⁾ | | 1,580 A \$ 2.05 | 4,056 | D |
| Common Stock | 07/31/2017 | | J ⁽¹⁾ | | 1,135 A \$ 2.85 | 2,476 | D |
| Common Stock | 01/31/2017 | | J ⁽¹⁾ | | 1,341 A \$ 4.4 | 1,341 | D |

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. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Stock Options (Right to Buy) | \$ 2.35 | 05/14/2018 | | A ⁽¹⁾ | 8,626 | ⁽²⁾ 05/14/2025 | Common Stock | 8,626 |
| Stock Options (Right to Buy) | \$ 4.4 | 02/10/2017 | | A ⁽¹⁾ | 17,600 | ⁽³⁾ 02/10/2027 | Common Stock | 17,600 |
| Stock Options (right to buy) | \$ 2.5 | 08/26/2016 | | A ⁽¹⁾ | 4,774 | ⁽⁴⁾ 08/26/2023 | Common Stock | 4,774 |
| Stock Options (right to buy) | \$ 1.51 | 01/15/2016 | | A ⁽¹⁾ | 19,000 | ⁽⁵⁾ 01/15/2023 | Common Stock | 19,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Willman Aaron C/O ARC GROUP WORLDWIDE, INC. 810 FLIGHTLINE BLVD. DELAND, FL 32724 | | | Chief Financial Officer | |

Signatures

/s/ Aaron
Willman

11/01/2018

**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).

The Reporting Person is filing this Form 4 voluntarily in lieu of a Form 5 filing in respect of the Form 3 for the Reporting Person that was
(1) not filed in a timely manner in connection with the appointment of the Reporting Person as Chief Financial Officer of the Company effective September 20, 2018.

(2) Options granted to the reporting person on May 14, 2018. Of such options, 2,157 vested and became exercisable on the grant date, and the balance vest 25% on each anniversary of the date of grant until the Stock Options have vested in full. The Options shall expire on May 14, 2025, the seventh anniversary of the date of grant. As of the date of this report, 2,157 options were vested and exercisable.

(3) Options granted to the reporting person on February 10, 2017. Of such options, 17,600 vest and become exercisable on December 31, 2018. The stock options will expire on February 10, 2027.

(4) Options granted to the reporting person on August 26, 2016. Of such options, 4,774 vested and became exercisable on August 26, 2016, the date of grant. The Stock Options will expire on August 26, 2023.

(5) Options granted to the reporting person on January 14, 2016. Of such options, 3,800 vested and became exercisable on the grant date, and the balance vest 20% each anniversary of the date of grant until the stock options have vested in full. The options shall expire on January 14, 2023, the seventh anniversary of the date of grant. As of the date of this report, 9,500 options were vested and exercisable.

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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