

MILLER LLOYD I III
Form 4
December 22, 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 *
MILLER LLOYD I III

2. Issuer Name and Ticker or Trading Symbol
TRANS WORLD ENTERTAINMENT CORP [TWMC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/21/2017

3300 SOUTH DIXIE HIGHWAY, SUITE 1-365
(Street)

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

WEST PALM BEACH, FL 33405
(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 (A) or (D) Price			
Common Stock	12/21/2017		P	5,156 A \$ 1.7	62,572 ⁽¹⁾	I	By Milfam I L.P.
Common Stock					8,400 ⁽¹⁾	I	By LIMFAM LLC
Common Stock					27,197 ⁽¹⁾	I	By Trust A-1 - Lloyd I. Miller
Common					1,027,433 ⁽¹⁾	I	By LIM III

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Stock				- Trust A-4
Common Stock	1,027,434 ⁽¹⁾	I		By MBM - Trust A-4
Common Stock	45,491 ⁽¹⁾	I		By Milfam III L.P.
Common Stock	36,031 ⁽¹⁾	I		By Susan F. Miller
Common Stock	1,189,802	D		
Common Stock	2,472,384 ⁽¹⁾	I		By Milfam II L.P.
Common Stock	112,791 ⁽¹⁾	I		By Trust A-3 - Lloyd I. Miller
Common Stock	35,002 ⁽¹⁾	I		By AMIL of Ohio, LLC
Common Stock	6,000 ⁽¹⁾	I		By Lloyd I. Miller, III, Trustee GST Catherine C. Miller
Common Stock	6,000 ⁽¹⁾	I		By Lloyd I. Miller, III, Trustee GST Kimberly S. Miller
Common Stock	6,000 ⁽¹⁾	I		By Lloyd I. Miller, III, Trustee GST Lloyd I. Miller
Common Stock	4,000 ⁽¹⁾	I		By Trust A-2 - Lloyd I. Miller
Common Stock	448,972 ⁽¹⁾	I		By Trust C - Lloyd I. Miller

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

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displays a currently valid OMB control number.

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 Following Reporting Transaction (Instr. 6)
				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
MILLER LLOYD I III 3300 SOUTH DIXIE HIGHWAY SUITE 1-365 WEST PALM BEACH, FL 33405		X		

Signatures

/s/ Paul N. Silverstein
Attorney-in-fact
Date: 12/22/2017

**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 disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein. This filing (1) shall not be deemed an admission that the reporting person is, for purposes of Section 16 of the Securities Exchange Act of 1934 (the "Act") or otherwise, the beneficial owner of any equity securities covered by this filing.

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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