

VICON INDUSTRIES INC /NY/

Form 3

September 25, 2014

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 *

A Bone Gregg

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

08/29/2014

3. Issuer Name and Ticker or Trading Symbol

VICON INDUSTRIES INC /NY/ [VII]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

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

424 PEACHTREE LANE

(Street)

PASO ROBLES, CA 93446

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

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

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

COMMON STOCK

75,761 ⁽¹⁾

D

A

COMMON STOCK

1,306,350 ⁽²⁾

I

See footnote ⁽²⁾

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

SEC 1473 (7-02)

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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 (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bone Gregg 424 PEACHTREE LANE PASO ROBLES, CA 93446	Â	Â X	Â	Â
GORDIAN, INC. 424 PEACHTREE LANE PASO ROBLES, CA 93446	Â	Â X	Â	Â

Signatures

/s/ Gregory A. Bone	09/25/2014
**Signature of Reporting Person	Date

/s/ Gregory A. Bone, as President of Gordian, Inc.	09/25/2014
**Signature of Reporting Person	Date

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) Represents shares of Common Stock received by Mr. Bone in exchange for 300,055 shares of common stock of IQinVision, Inc. ("IQinVision"), in connection with the stock-for-stock merger of IQinVision with VI Merger Sub, Inc., a wholly owned subsidiary of the Issuer, pursuant to which VI Merger Sub, Inc. was merged with and into IQinVision, with IQinVision surviving as a wholly-owned subsidiary of the Issuer (the "Merger").

(2) Represents shares of Common Stock received by Gordian, Inc. in exchange for 2,188,225 shares of common stock, 529,681 shares of Series A preferred stock and 1,073,206 shares of Series B preferred stock of IQinVision in connection with the Merger. Mr. Bone is the President, a director and the principal shareholder of Gordian, Inc. and therefore may be deemed to beneficially own the securities held by Gordian, Inc. Mr. Bone disclaims beneficial ownership of the securities held by Gordian, Inc., except to the extent of his pecuniary interest therein.

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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