

NATIONAL SECURITY GROUP INC  
Form SC 13D/A  
January 13, 2017

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13D**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 2)\***

National Security Group, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

637546102

(CUSIP Number)

Andrew J. Abernathey

Meridian Investments, LLC

3523 45<sup>th</sup> Street South, Suite 100

Fargo, North Dakota 58104

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

October 6, 2016

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box.  
..

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



**CUSIP No. 637546102**

**1** names of reporting persons

Meridian Investments, LLC

check the appropriate box if a member of a group (see instructions)

**2** (a) ..

(b) ..

**3** sec use only

**4** source of funds (see instructions)

AF

**5** check if disclosure of legal proceedings is required pursuant to items 2(d) or 2(e)

..

**6** citizenship or place of organization

North Dakota

NUMBER OF **7** sole voting power

SHARES 263,202 <sup>(1)</sup>

BENEFICIALLY **8** shared voting power

OWNED BY 0

EACH **9** sole dispositive power

REPORTING 263,202 <sup>(1)</sup>

PERSON **10** shared dispositive power

WITH 0

**11** aggregate amount beneficially owned by each reporting person

263,202 <sup>(1)</sup>

**12** check if the aggregate amount in row (11) excludes certain shares (see instructions) ..

**13** percent of class represented by amount in row (11)

10.5% <sup>(2)</sup>

**14** type of reporting person (see instructions)

PN

(1) Shares of Common Stock of the Company held by Meridian. Abernathey is the President and sole member of the Board of Directors of Meridian, holds sole voting and dispositive power over the securities held by Meridian, and may be deemed to beneficially own the securities held by Meridian.

(2) The percentage is based upon 2,517,339 shares of Common Stock outstanding as of November 11, 2016, as reported by the Company in its Quarterly Report on Form 10-Q, as filed with the Securities and Exchange

Commission on November 14, 2016.

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**CUSIP No. 637546102**

**1** names of reporting persons

Andrew J. Abernathy

check the appropriate box if a member of a group (see instructions)

**2** (a) ..

(b) ..

**3** sec use only

**4** source of funds (see instructions)

AF

**5** check if disclosure of legal proceedings is required pursuant to items 2(d) or 2(e)

..

**6** citizenship or place of organization

U.S.A.

NUMBER OF	<b>7</b>	sole voting power
SHARES	263,202	<sup>(1)</sup>
BENEFICIALLY	<b>8</b>	shared voting power
OWNED BY	0	
EACH	<b>9</b>	sole dispositive power
REPORTING	263,202	<sup>(1)</sup>
PERSON	<b>10</b>	shared dispositive power
WITH	0	

**11** aggregate amount beneficially owned by each reporting person

263,202 <sup>(1)</sup>

**12** check if the aggregate amount in row (11) excludes certain shares (see instructions) ..

**13** percent of class represented by amount in row (11)

10.5% <sup>(2)</sup>

**14** type of reporting person (see instructions)

IN

(1) Shares of Common Stock of the Company held by Meridian. Abernathy is the President and sole member of the Board of Directors of Meridian, holds sole voting and dispositive power over the securities held by Meridian, and may be deemed to beneficially own the securities held by Meridian.

(2) The percentage is based upon 2,517,339 shares of Common Stock outstanding as of November 11, 2016, as reported by the Company in its Quarterly Report on Form 10-Q, as filed with the Securities and Exchange

Commission on November 14, 2016.

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Item 1. Security and Issuer.

This Amendment No. 2 to Schedule 13D (the "Amendment") relates to the common stock, par value \$1.00 per share (the "Common Stock"), of National Security Group, Inc. (the "Company"), 661 East Davis Street, Elba, Alabama 36323, and amends and supplements the Schedule 13D filed May 9, 2016 and the Schedule 13D Amendment No. 1 filed August 22, 2016 (the "Schedule 13D"). Information reported in the Schedule 13D remains in effect except to the extent that it is amended, restated or superseded by information contained in this Amendment. Capitalized terms used herein but not otherwise defined in this Amendment shall have the meaning ascribed to them in the Schedule 13D.

Item 2. Identity and Background.

The persons filing this Amendment are Meridian Investments, LLC ("Meridian") and Andrew J. Abernathy ("Abernathy") (together, the "Reporting Persons"). All information reported in the Schedule 13D under Item 2 remains in effect.

Item 3. Source and Amount of Funds or Other Consideration.

All of the Common Stock acquired by the Reporting Persons during the period covered by this Amendment was acquired by the Reporting Persons in open market purchases using member investments in Meridian for a total of \$4,418,265.37.

Item 4. Purpose of Transaction.

The Reporting Persons hold securities of the Company for investment purposes. The Reporting Persons or their affiliates have had and may continue to have discussions with management of the Company regarding the continuation of purchasing stock, and also the managements plan for future company growth. The Reporting Persons may acquire additional securities of the Company by means of open market purchases, privately negotiated purchases, or otherwise. The Reporting Persons or their affiliates may purchase additional securities or dispose of securities in varying amounts and at varying times depending upon the Reporting Persons' continuing assessments of pertinent factors, including the availability of shares of Common Stock or other securities for purchase at particular price levels, the business prospects of the Issuer, other business investment opportunities, economic conditions, stock market conditions, money market conditions, the attitudes and actions of the board of directors and management of the Issuer, the availability and nature of opportunities to dispose of shares of the Issuer and other plans and requirements of the particular entities. Depending upon their assessments of the above factors, the Reporting Persons or their affiliates may change their present intentions as stated above. The Reporting Persons may discuss items of mutual interest with the Issuer, which could include items in subparagraphs (a) through (j) of Item 4 of Schedule 13D.



Except as otherwise disclosed herein, at the present time, the Reporting Persons do not have any plans or proposals with respect to any extraordinary corporate transaction involving the Issuer including, without limitation, those matters described in subparagraphs (a) through (j) of Item 4 of Schedule 13D.

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Item 5. Interest in Securities of the Issuer.

(a) The responses of the Reporting Persons with respect to rows 7, 8, 9, 10, 11, 12 and 13 are incorporated herein by reference.

(b) The Reporting Person has sole voting and dispositive power over 263,202 shares of Common Stock.

(c) From the date of the Schedule 13D until the date of filing hereof, the following transactions occurred:

<b>Date</b>	<b>Shares</b>	<b>Price</b>
2016-08-08	1	19.6
2016-08-10	5	20.35
2016-08-10	2	20.38
2016-08-10	100	20.04
2016-08-10	100	20.1
2016-08-11	400	19.8
2016-08-11	11	19.24
2016-08-22	314	19.892516
2016-09-06	481	19.735447
2016-09-08	9	19.54
2016-09-09	132	19.54
2016-09-09	114	19.688772
2016-09-21	54	19.39
2016-10-06	4,000	17
2016-10-06	4,000	17.0020
2016-10-06	5,100	17.255686
2016-10-06	500	17.818
2016-10-06	28	17.86
2016-10-06	1,016	17
2016-10-11	150	17
2016-10-18	50	17
2016-10-18	545	17
2016-10-19	668	16.99985
2016-11-02	248	17.187903
2016-11-08	1,000	17.65526
2016-11-08	359	17.741766
2016-11-14	6,556	17.823481
2016-11-14	244	18.829508
2016-11-14	128	18.9
2016-12-01	610	18.477705
2016-12-19	385	18.043844

(d)Not applicable.

(e)Not applicable.

Item 7. Material to be Filed as Exhibits.

<sup>1</sup>. Joint Filing Agreement incorporated herein by reference to Exhibit A to Schedule I3D as filed with the Securities and Exchange Commission on May 9, 2016.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 4, 2017 Meridian Investments,  
LLC

/s/ Andrew J. Abernathey  
By: Andrew J. Abernathey  
Its: President

/s/ Andrew J. Abernathey  
Andrew J. Abernathey