Goldstein Lawrence J Form 4 January 21, 2010

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

3235-0287 Number: January 31, Expires:

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person \*

1(b).

2. Issuer Name and Ticker or Trading Goldstein Lawrence J Issuer Symbol FRMO CORP [FRMO] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction \_X\_\_ Director (Month/Day/Year) 10% Owner Officer (give title Other (specify **1865 PALMER AVE 108** 06/20/2006

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

#### LARCHMONT, NY 10538

(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	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D)			•	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	(A) or (D)	5) Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
FRMO Corp.	01/15/2010		Code V P	Amount 4,500	A	\$ 2.15	2,739,569	D		
FRMO Corp.	01/15/2010		P	1,300	A	\$ 2.1	2,740,869 (1)	D		

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

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	Year)	Underlyi	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr. 3	and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								٨	mount		
								01			
						Date	Expiration		umber		
						Exercisable Dat	Date	of			
				Code V	(A) (D)				hares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
reporting owner runner runners	Director	10% Owner	Officer	Other			
Goldstein Lawrence J 1865 PALMER AVE 108 LARCHMONT, NY 10538	X						

# **Signatures**

Lawrence J. 01/21/2010 Goldstein \*\*Signature of Date Reporting Person

## **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).

Ownership Breakdown: Lawrence J. Goldstein beneficially owns directly 2,000,250 shares in his name, 2,500 shares in the name of Lawrence J. Goldstein, IRA and 550 shares in the name of Lawrence J. Goldstein PSP. As President of SMP Asset Management, LLC, which is General Partner of Santa Monica Partners, L.P., and of Santa Monica Partners Asset Management, LLC, which is a General

(1) Partner of Santa Monica Partners II, L.P. and Santa Monica Partners Opportunity Fund, L.P., Mr. Goldstein beneficially owns indirectly 700,060 shares in Santa Monica Partners; 28,709 shares in Santa Monica Partners II, L.P. and 5,800 shares in Santa Monica Partners Opportunity Fund, L.P. Mr. Goldstein disclaims beneficial ownership of 3,000 shares held of record by the Barbara J. & Lawrence J. Goldstein Do Good Foundation, Inc

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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