

POSITRON CORP

Form 5

July 27, 2015

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
O BRATE CECIL

(Last) (First) (Middle)

**3118 N. CUMMINGS ROAD, P.O.
BOX 399**

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
POSITRON CORP [POSC.OB]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20144. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

GARDEN CITY, KS 67846

(City) (State) (Zip)

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/01/2014	Â	P4	950 ⁽¹⁾	A \$ 2.8 ⁽¹⁾ 1,023,879 ⁽¹⁾	D	Â
Common Stock	04/01/2014	Â	P4	3,275 ⁽¹⁾	A \$ 2.6 ⁽¹⁾ 1,027,154 ⁽¹⁾	D	Â
Common Stock	04/04/2014	Â	P4	203 ⁽¹⁾	A \$ 2.6 ⁽¹⁾ 1,027,357 ⁽¹⁾	D	Â
Common Stock	04/11/2014	Â	P4	484 ⁽¹⁾	A \$ 2.6 ⁽¹⁾ 1,027,841 ⁽¹⁾	D	Â

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Common Stock	04/14/2014	Â	P4	25 <u>(1)</u>	A	\$ 2.6 <u>(1)</u>	1,027,866 <u>(1)</u>	D	Â
Common Stock	04/17/2014	Â	P4	530 <u>(1)</u>	A	\$ 2.6 <u>(1)</u>	1,028,396 <u>(1)</u>	D	Â
Common Stock	04/17/2014	Â	P4	1,250 <u>(1)</u>	A	\$ 2.8 <u>(1)</u>	1,029,646 <u>(1)</u>	D	Â
Common Stock	04/17/2014	Â	P4	35 <u>(1)</u>	A	\$ 2.6 <u>(1)</u>	1,029,681 <u>(1)</u>	D	Â
Common Stock	05/12/2014	Â	P4	2,500 <u>(1)</u>	A	\$ 2.4 <u>(1)</u>	1,032,181 <u>(1)</u>	D	Â
Common Stock	05/15/2014	Â	P4	63 <u>(1)</u>	A	\$ 2.6 <u>(1)</u>	1,032,244 <u>(1)</u>	D	Â
Common Stock	05/15/2014	Â	P4	650 <u>(1)</u>	A	\$ 2.76 <u>(1)</u>	1,032,894 <u>(1)</u>	D	Â
Common Stock	05/15/2014	Â	P4	538 <u>(1)</u>	A	\$ 2.8 <u>(1)</u>	1,033,431 <u>(1)</u>	D	Â
Common Stock	05/16/2014	Â	C	1,041,667 <u>(1) (2)</u>	A	\$ 1.44 <u>(1)</u>	2,075,098 <u>(1)</u>	D	Â
Common Stock	05/19/2014	Â	P4	25 <u>(1)</u>	A	\$ 2.72 <u>(1)</u>	2,075,123 <u>(1)</u>	D	Â
Common Stock	05/19/2014	Â	P4	225 <u>(1)</u>	A	\$ 2.76 <u>(1)</u>	2,075,348 <u>(1)</u>	D	Â
Common Stock	05/19/2014	Â	P4	1,250 <u>(1)</u>	A	\$ 2.6 <u>(1)</u>	2,076,598 <u>(1)</u>	D	Â
Common Stock	05/22/2014	Â	P4	1,000 <u>(1)</u>	A	\$ 2.4 <u>(1)</u>	2,077,598 <u>(1)</u>	D	Â
Common Stock	05/29/2014	Â	P4	1,500 <u>(1)</u>	A	\$ 2.4 <u>(1)</u>	2,079,098 <u>(1)</u>	D	Â
Common Stock	05/30/2014	Â	P4	1,154 <u>(1)</u>	A	\$ 2.72 <u>(1)</u>	2,080,252 <u>(1)</u>	D	Â
Common Stock	05/30/2014	Â	P4	375 <u>(1)</u>	A	\$ 2.36 <u>(1)</u>	2,080,627 <u>(1)</u>	D	Â
Common Stock	05/30/2014	Â	P4	231 <u>(1)</u>	A	\$ 2.4 <u>(1)</u>	2,080,858 <u>(1)</u>	D	Â
Common Stock	05/30/2014	Â	P4	159 <u>(1)</u>	A	\$ 2.56 <u>(1)</u>	2,081,017 <u>(1)</u>	D	Â

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Common Stock	05/30/2014	Â	P4	456 ⁽¹⁾	A	\$ 2.6 ⁽¹⁾	2,081,473 ⁽¹⁾	D	Â
Common Stock	05/30/2014	Â	P4	2,971 ⁽¹⁾	A	\$ 2 ⁽¹⁾	2,084,444 ⁽¹⁾	D	Â
Common Stock	06/13/2014	Â	P4	300 ⁽¹⁾	A	\$ 2 ⁽¹⁾	2,084,744 ⁽¹⁾	D	Â
Common Stock	06/17/2014	Â	P4	250 ⁽¹⁾	A	\$ 2 ⁽¹⁾	2,084,994 ⁽¹⁾	D	Â
Common Stock	06/23/2014	Â	P4	1,000 ⁽¹⁾	A	\$ 2 ⁽¹⁾	2,085,994 ⁽¹⁾	D	Â
Common Stock	06/24/2014	Â	P4	135 ⁽¹⁾	A	\$ 2 ⁽¹⁾	2,086,129 ⁽¹⁾	D	Â
Common Stock	06/25/2014	Â	P4	208 ⁽¹⁾	A	\$ 1.96 ⁽¹⁾	2,086,337 ⁽¹⁾	D	Â
Common Stock	06/25/2014	Â	P4	261 ⁽¹⁾	A	\$ 2 ⁽¹⁾	2,086,598 ⁽¹⁾	D	Â

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Price of Derivative Security (Instr. 5)	9. of Derivative Securities (Instr. 5)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
Â Â X Â Â

O BRATE CECIL
3118 N. CUMMINGS ROAD, P.O. BOX 399
GARDEN CITY, KS 67846

Signatures

/s/ Cecil O'Brate

07/27/2015

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 number of shares and prices listed in Items 4 and 5 refer to the current number of shares and prices after a reverse split of the issuer's common stock, par value \$0.0001 per share, on a 1 for 400 basis, which was made effective on April 8, 2015 (the "Reverse Stock Split"). This Form 5 is intended to correct errors to previously filed reports and to disclose all omitted open market transactions.

These shares were originally reported on a Form 3 filed March 31, 2015. The reporting person acquired the shares through the conversion of a loan to shares on May 16, 2014. This transaction was previously reported as covering 416,666,667 shares but has been adjusted to reflect the Reverse Stock Split.

^

Remarks:

Form 2 of 3

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.