

TANDY LEATHER FACTORY INC
 Form 5
 February 17, 2015

FORM 5

**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).
 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

1. Name and Address of Reporting Person *
WILKINSON J BRYAN

(Last) (First) (Middle)

1512 PEMBROOK COURT

(Street)

KELLER, TX 76248

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TANDY LEATHER FACTORY INC [TLF]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2014

4. 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)

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, PV \$0.0024 | | | | (A) or (D) Price | 1,619 (2) | D | |

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

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SEC 2270 (9-02)

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 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 Underlying Security (Instr. 3 and 4) |
|---|--|--------------------------------------|--|--------------------------------|---|---|---|
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(1)</u> | \$ 4.27 | Â | Â | Â | Â Â | Date Exercisable: 02/10/2011 Expiration Date: 08/10/2020 | COMMON STOCK PV \$0.0024 |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(1)</u> | \$ 4.8 | Â | Â | Â | Â Â | 09/22/2011 03/22/2021 | COMMON STOCK, PV \$0.0024 |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(1)</u> | \$ 5.27 | Â | Â | Â | Â Â | 09/22/2012 03/22/2022 | COMMON STOCK, PV \$0.0024 |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) <u>(1)</u> | \$ 6.87 | Â | Â | Â | Â Â | 09/22/2013 03/22/2023 | COMMON STOCK PV \$0.0024 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WILKINSON J BRYAN 1512 PEMBROOK COURT KELLER, TX 76248 | Â X | Â | Â | Â |

Signatures

J BRYAN
WILKINSON 02/13/2015

 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).
- (1) GRANTED PURSUANT TO THE 2007 DIRECTOR NON-QUALIFIED STOCK OPTION PLAN OF TANDY LEATHER FACTORY, INC. IN A TRANSACTION EXEMPT UNDER RULE 16B-3.

THE SHARES WERE ACQUIRED PURSUANT TO A GRANT OF RESTRICTED STOCK UNDER THE TANDY LEATHER
- (2) FACTORY INC 2013 RESTRICTED STOCK PLAN. THE AWARD VESTS IN FOUR EQUAL ANNUAL INSTALLMENTS BEGINNING FEBRUARY 12, 2015.

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.