

EMERSON RADIO CORP

Form 3

September 14, 2016

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
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burden hours per
response... 0.5**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 *

Accolade (PTC) Inc.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/26/2016

3. Issuer Name **and** Ticker or Trading Symbol
EMERSON RADIO CORP [MSN]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

398 KWUN TONG ROAD

(Street)

(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

KOWLOON, K 068909

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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, \$0.01 par value per share

15,243,283

I

See Footnotes (1) (2) (3) (4)

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

SEC 1473 (7-02)

**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.****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)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title
Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Shares

(I)
(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Accolade (PTC) Inc. 398 KWUN TONG ROAD KOWLOON, K3 068909	Â	Â X	Â	Â
Ho Family Trust 398 KWUN TONG ROAD KOWLOON, K3 068909	Â	Â X	Â	Â

Signatures

ACCOLADE (PTC) INC., By: /s/ Eleanor Crosthwaite, Name: Eleanor Ann Crosthwaite, Title: Director 08/19/2016

__Signature of Reporting Person

Date

HO FAMILY TRUST, By: Accolade (PTC) Inc., its Trustee, By: /s/ Eleanor Crosthwaite, Name: Eleanor Ann Crosthwaite, Title: Director 08/19/2016

__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).

These shares are owned directly by S&T International Distribution Ltd., which is a wholly owned subsidiary of Grande N.A.K.S. Ltd., which is a wholly owned subsidiary of The Grande Holdings Limited. On May 26, 2016, liquidation proceedings concerning The Grande Holdings Limited were permanently stayed and the attendant Joint and Several Provisional Liquidators over The Grande Holdings

- (1) Limited were released and discharged, The Grande Holdings Limited fulfilled all of the resumption conditions imposed on The Grande Holdings Limited by The Stock Exchange of Hong Kong Limited and The Grande Holdings Limited made application to The Stock Exchange of Hong Kong Limited for the resumption of trading in its shares on The Stock Exchange of Hong Kong Limited with effect from May 30, 2016.

As a result of the foregoing, Sino Bright Enterprises Co., Ltd., Grosvenor Fair Limited, Barrican Investments Corporation, McVitie Capital Limited and The Ho Family Trust Limited directly hold approximately 73.65%, in the aggregate, of The Grande Holdings Limited. McVitie Capital Limited is a wholly owned subsidiary of Barrican Investments Corporation, and was acquired by Barrican

- (2) Investments Corporation on June 28, 2016. McVitie Capital Limited holds approximately 1.275% of The Grande Holdings Limited. Barrican Investments Corporation is a wholly owned subsidiary of Airwave Capital Limited. Sino Bright Enterprises Co., Ltd., Grosvenor Fair Limited and Airwave Capital Limited are wholly owned subsidiaries of The Ho Family Trust Limited. The Ho Family Trust Limited is a wholly owned subsidiary of the Ho Family Trust. Accolade (PTC) Inc. is the trustee of the Ho Family Trust.

- (3) Grande N.A.K.S. Ltd., The Grande Holdings Limited, Sino Bright Enterprises Co., Ltd., Grosvenor Fair Limited, Barrican Investments Corporation, McVitie Capital Limited, The Ho Family Trust Limited, the Ho Family Trust and Accolade (PTC) Inc. are indirect beneficial owners of the reported securities. Accolade (PTC) Inc. disclaims any pecuniary interest in the shares owned by S&T International Distribution Ltd.

Mr. Ho is a discretionary beneficiary of the Ho Family Trust, Chief Executive Officer of The Ho Family Trust Limited and the Chairman of the Board of issuer and may be deemed to share beneficial ownership of the shares owned by S&T International Distribution Ltd. Mr.

- (4) Ho disclaims beneficial ownership of the shares owned by S&T International Distribution Ltd. The filing of this statement shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, Mr. Ho is the beneficial owner of equity securities described in this statement as indirectly owned.

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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