

Ault Kristine L
 Form 4
 January 09, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Ault Kristine L

(Last) (First) (Middle)

P.O. BOX 3587

(Street)

TUSTIN, CA 92781

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 DPW Holdings, Inc. [DPW]

3. Date of Earliest Transaction (Month/Day/Year)
 01/05/2018

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 Filing (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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	01/05/2018		P	200 A \$ 2.43	1,850	D	
Common Stock	01/08/2018		P	300 A \$ 2.69	2,150 ⁽¹⁾ ⁽²⁾	D	
Common Stock					2,725,860	I	By Philou Ventures, LLC

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

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number.

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. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ault Kristine L P.O. BOX 3587 TUSTIN, CA 92781	X	X		

Signatures

/s/ Kristine L.
Ault
Date: 01/09/2018

**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).

On a Form 4 filed on November 28, 2016, the Reporting Person disclosed the purchase of an aggregate of 700 shares of common stock of the Issuer, the first time she purchased in her own name. On a Form 4 filed on December 13, 2016, the Reporting Person disclosed the purchase of other securities of the Issuer by an affiliate, Philou Ventures, and included a row indicating that she owned 1,800 shares directly. This Form 4 inadvertently overstated her direct ownership of shares of common stock of the Issuer by 1,100 such shares.

(1) Although the Reporting Person has since filed five Forms 4, all of which correctly reported the transaction requiring the filing of the particular form (including a Form 4 that disclosed the purchase of 850 shares from May 9, 2017 through May 11, 2017), this Form 4 is the first to accurately present the Reporting Person's direct ownership of common stock of the Issuer. No Form 4 other than those mentioned above disclosed a direct purchase of shares of common stock

(2) of the Issuer, and at no time has the Reporting Person sold any such shares, whether directly or indirectly.

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.