

BBX CAPITAL CORP
Form 4
December 29, 2014

FORM 4 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).

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 *
ABDO JOHN E

(Last) (First) (Middle)
401 EAST LAS OLAS BLVD, SUITE 800
(Street)

FORT LAUDERDALE, FL 33301

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BBX CAPITAL CORP [BBX]

3. Date of Earliest Transaction
(Month/Day/Year)
12/23/2014

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)
Vice Chairman

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 Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Stock, par value \$0.01 per share | 12/23/2014 | | S ⁽¹⁾ | 2,858 D | \$ 16.6868 170,492 | I | Trust f/b/o John E. Abdo under Trust Agreement dated 3/15/76, John E. Abdo, Trustee |
| Class A Common | 12/24/2014 | | S ⁽¹⁾ | 1,237 D | \$ 16.7268 169,255 | I | Trust f/b/o John E. |

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| | | | | | | | | | |
|--|------------|------------------|-----|---|--------------------------------|---------|---|--|---|
| Stock, par value \$0.01 per share | | | | | <u>(2)</u> | | | | Abdo under Trust Agreement dated 3/15/76, John E. Abdo, Trustee |
| Class A Common Stock, par value \$0.01 per share | 12/26/2014 | S ⁽¹⁾ | 400 | D | \$ <u>16.53</u> ⁽²⁾ | 168,855 | I | | Trust f/b/o John E. Abdo under Trust Agreement dated 3/15/76, John E. Abdo, Trustee |
| Class A Common Stock, par value \$0.01 per share | | | | | | 475,061 | D | | |

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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ABDO JOHN E 401 EAST LAS OLAS BLVD SUITE 800 FORT LAUDERDALE, FL 33301 | X | X | Vice Chairman | |

Signatures

/s/ John Grelle, Chief Financial Officer, BBX Capital Corporation, Attorney-in-Fact for John E. Abdo

12/29/2014

**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) The sales reported on this Form 4 were effected pursuant to the Rule 10b5-1 Trading Plan previously entered into by the reporting person, as Trustee for the John E. Abdo Trust.
- Represents the weighted average sales price. Shares were sold in multiple transactions on December 23, 2014 at prices ranging from \$16.51 per share to \$16.86 per share, inclusive. Shares were sold in multiple transactions on December 24, 2014 at prices ranging from \$16.66 per share to \$16.88 per share, inclusive. Shares were sold in multiple transactions on December 26, 2014 at prices ranging from
- (2) \$16.50 per share to \$16.60 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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.