

STG Group, Inc.

Form 3

December 03, 2015

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

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average 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 *

A Lee Simon S.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/23/2015

3. Issuer Name **and** Ticker or Trading Symbol
STG Group, Inc. [GDEF]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)9131 SOUTHERN BREEZE
DRIVE

(Street)

(Check all applicable)

☒ Director ☒ 10% Owner☐ Officer ☐ Other

(give title below) (specify below)

13(d) group member

ORLANDO, FL 32836

(City)

(State)

(Zip)

1. Title of Security
(Instr. 4)**Table I - Non-Derivative Securities Beneficially Owned**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 ⁽¹⁾

0

D

A

Common Stock

8,319,080

I

By: Simon S. Lee Management
Trust ⁽²⁾ ⁽³⁾

Common Stock

521,039

I

By: JSL Descendants Trust ⁽²⁾ ⁽³⁾

Common Stock

511,733

I

By: Brian Lee Family Trust ⁽²⁾ ⁽³⁾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)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lee Simon S. 9131 SOUTHERN BREEZE DRIVE ORLANDO, FL 32836	Â X	Â X	Â	13(d) group member
JSL Descendants Trust 9131 SOUTHERN BREEZE DRIVE ORLANDO, FL 32836	Â	Â	Â	13(d) group member
Brian Lee Family Descendants Trust 9131 SOUTHERN BREEZE DRIVE ORLANDO, FL 32836	Â	Â	Â	13(d) group member
Simon S. Lee Management Trust 1036 AZIZA COURT GREAT FALLS, VA 22066	Â	Â X	Â	13(d) group member

Signatures

Simon S. Lee 12/03/2015

__Signature of Date
Reporting Person

Simon S. Lee,
Trustee 12/03/2015

__Signature of Date
Reporting Person

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).
- (1) Simon S. Lee is filing this Form 3 solely to report having been named as a director and becoming an insider. He will report his acquisitions on a Form 4.
- (2) The securities are directly held by the trust and are indirectly held by Simon S. Lee as trustee.
- (3) The reporting person disclaims beneficial ownership of these shares except to the extent of the reporting person's pecuniary interest in the shares.

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.