SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* ROBERTS GREGORY N	2. Issuer Name **and** Ticker or Trading Symbol A-Mark Precious Metals, Inc. [AMRK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last)   (First)   (Middle)
2121 ROSECRANS AVE
SUITE 6300

(Street)
EL SEGUNDO   CA   90245

(City)   (State)   (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
05/13/2024

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

X Director   X 10% Owner
X Officer (give title below)   Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
X 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value $0.01 per share	05/13/2024		M		10,000	A	$8.4	38,202	D	
Common Stock, par value $0.01 per share	05/13/2024		S		10,000	D	$37.461[1]	28,202	D	
Common Stock, par value $0.01 per share	05/14/2024		M		15,000	A	$8.4	43,202	D	
Common Stock, par value $0.01 per share	05/14/2024		S		14,426	D	$38.9056[2]	28,776	D	
Common Stock, par value $0.01 per share	05/14/2024		S		574	D	$39.5669[3]	28,202	D	
Common Stock, par value $0.01 per share								1,557,876	I	See footnote[4]

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	$8.4	05/13/2024		M			10,000	[5]	02/19/2026	Common Stock Options	10,000	$8.4	180,000	D	
Stock Option (right to buy)	$8.4	05/14/2024		M			15,000	[5]	02/19/2026	Common Stock Options	15,000	$8.4	165,000	D	

Explanation of Responses:

1. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from not less than $37.32 to not more than $37.55. The reporting person undertakes to provide to A-Mark Precious Metals, Inc. ("A-Mark"), any security holder of A-Mark, 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 range set forth in this footnote to this Form.

2. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from not less than $38.50 to not more than $39.46. The reporting person undertakes to provide to A-Mark Precious Metals, Inc. ("A-Mark"), any security holder of A-Mark, 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 range set forth in this footnote to this Form.

3. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from not less than $39.52 to not more than $39.61. The reporting person undertakes to provide to A-Mark Precious Metals, Inc. ("A-Mark"), any security holder of A-Mark, 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 range set forth in this footnote to this Form.

4. Shares beneficially owned by Silver Bow Ventures, LLC, which is 50% owned by the Reporting Person. The Reporting Person disclaims beneficial ownership of such shares in excess of his proportionate pecuniary interest in Silver Bow Ventures, LLC.

5. The option granted covered 200,000 shares, and vested 25% per year on June 30, 2017, 2018, 2019 and 2020.

Remarks:

/s/Carol Meltzer, by power of attorney   05/14/2024

** Signature of Reporting Person   Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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 Number.