SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

1. Name and Address of Reporting Person [•] GLOBAL VALUE INVESTMENT CORP.						2. Issuer Name and Ticker or Trading Symbol <u>Rocky Mountain Chocolate Factory, Inc.</u> [RMCF]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner					
(Last) (First) (Middle) 1433 N. WATER STREET					3. Date of Earliest Transaction (Month/Day/Year) 12/30/2022									Officer (give title Other (specify below) below)				specify		
SUITE 400					4. lf	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person					
(Street) MILWAUKEE WI 53202														X Form filed by More than One Reporting Person						
(City) (State) (Zip)																				
· · · · · · · · · · · · · · · · · · ·						rative Securities Acquired, Disposed of, or Beneficia								-						
1. Title of Security (Instr. 3) Date (Month/						2A. Deemed Execution Date, if any (Month/Day/Year)				4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an						6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount		(A) or (D)	Price					(Instr. 4)	
Common Stock 12/3				30/20	30/2022		L		6,840(1)		A	\$0.00	630,643 ⁽²⁾⁽³⁾			I	See footnotes			
Common Stock													1,000			D				
			Table II -								sed of, o nvertible				ned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	te Execution Date, Transaction Derivative Expiration Date		7. Title and Amount Securities Underlyin Derivative Security (Instr. 3 and 4)		derlying curity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported	e s illy g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)								
				ľ	Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title		Amount or Number of Shares		Transacti (Instr. 4)	ion(s)	n(s)		
1. Name and Address of Reporting Person*								_					1							
GLOBAL V	GLOBAL VALUE INVESTMENT CORP.					_														
(Last) (First) (Middle) 1433 N. WATER STREET																				
SUITE 400																				
(Street) MILWAUKEE WI 53202																				
(City) (State) (Zip)																				
1. Name and Address of Reporting Person [*] GEYGAN JEFFREY RICHART																				
(Last) (First) (Middle) 1433 N. WATER STREET SUITE 400																				
(Street) MILWAUKEE WI 53202																				
(City) (State) (Zip)																				

1. Name and Address of Reporting Person [*] GEYGAN JAMES								
(Last) (First) (Middle) 1433 N. WATER STREET SUITE 400								
(Street) MILWAUKEE	WI	53202						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person • Geygan Kathleen								
(Last) 1433 N. WATER ST SUITE 400	(First) REET	(Middle)						
(Street) MILWAUKEE	WI	53202						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* <u>GVP 2021-A, L.P.</u>								
(Last) (First) (Middle) 1433 N. WATER STREET SUITE 400								
(Street) MILWAUKEE	WI	53202						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person • <u>GVP 2021-A, LLC</u>								
(Last) (First) (Middle) 1433 N. WATER STREET SUITE 400								
(Street) MILWAUKEE	WI	53202						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] <u>Wilke Stacy</u>								
(Last) (First) (Middle) 1433 N. WATER STREET SUITE 400								
(Street) MILWAUKEE	WI	53202						
(City)	(State)	(Zip)						

Explanation of Responses:

1. Represents a common stock grant to Jeffrey R. Geygan in his capacity as a non-employee director of the issuer pursuant to the issuer's board of directors compensation program. Shares awarded vest 25% on the grant date and 25% quarterly thereafter on each of February 28, 2023, May 31, 2023, and August 31, 2023.

2. In addition to Global Value Investment Corp, a Delaware corporation ("GVIC"), this Form 4 is being filed jointly by GVP 2021-A, L.P., a Delaware limited partnership, GVP 2021-A, L.L.C., a Delaware limited liability company, Jeffrey R. Geygan, a citizen of the United States of America, James P. Geygan, a citizen of the United States of America, and Kathleen M. Geygan, a citizen of the United States of America, each of whom has the same business address as GVIC. GVIC beneficially owns the shares of common stock, par value \$0.01 per share ("Common Stock"), of Rocky Mountain Chocolate Factory, Inc. reported on this Form 4.

3. In accordance with Instruction 5(b)(iv), the entire amount of Common Stock held by GVIC is reported herein. Common Stock reported as indirectly owned by GVIC includes shares owned by GVP 2021-A, L.P., GVP 2021-A, L.C., Jeffrey R. Geygan, James P. Geygan, Stacy A. Wilke, and Kathleen M. Geygan.

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.