

Walsh Kevin T  
Form 3  
May 18, 2018

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## 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 \*

Â Walsh Kevin T

(Last) (First) (Middle)

C/O BSQUARE  
CORPORATION,Â 110 110TH  
AVENUE NE, STE 300

(Street)

BELLEVUE,Â WAÂ 98004

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

05/09/2018

3. Issuer Name **and** Ticker or Trading Symbol  
BSQUARE CORP /WA [BSQR]

4. Relationship of Reporting  
Person(s) to Issuer

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

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner

X Officer \_\_\_ Other  
(give title below) (specify below)

Acting CEO

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 Beneficially Owned

1. Title of Security  
(Instr. 4)

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

5,000 <sup>(1)</sup>

D Â

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  
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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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

5. Ownership  
Form of  
Derivative  
Security:

6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	07/13/2016 <sup>(2)</sup>	07/13/2025	Common Stock	80,000	\$ 6.94	D	Â
Stock Option (right to buy)	11/15/2017 <sup>(3)</sup>	11/15/2026	Common Stock	10,000	\$ 5.05	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walsh Kevin T C/O BSQUARE CORPORATION 110 110TH AVENUE NE, STE 300 BELLEVUE,Â WAA 98004	Â	Â	Â Acting CEO	Â

## Signatures

/s/ Kevin T. Walsh 05/18/2018

\_\_Signature of Reporting Person Date

## 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) Represents a Restricted Stock Unit Award granted on July 13, 2015 that vested 33% on the first anniversary of the grant date and vests annually in equal amounts for two years thereafter. This grant is unvested as to 1,666 shares as of the date of this filing.
- (2) The option vested 33% on July 13, 2016 and vests quarterly in equal amounts for two years thereafter. This grant is unvested as to 6,700 shares as of the date of this filing.
- (3) The option vested 25% on November 15, 2017 and vests monthly in equal amounts for three years thereafter. This grant is unvested as to 6,458 shares as of the date of this filing.

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.