SEC Form 5

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FORM 5

Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL
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Form 4 Transactions Reported. 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* 2. Issue						Issuer Name and Ticker or Trading Symbol <u>DI, Inc.</u> [IDI]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner					
(Last) (First) (Middle) 4400 BISCAYNE BOULEVARD					3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2015								Officer (give title Other (specify below) below)						
(Street) MIAMI FL 33137				- 4. If Amen	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 X Form filed by More than One Reporting							
(City) (State) (Zip)													A Pers						
		Tabl	e I - Non-Deriv	ative Sec	uriti	ies Ac	quir	ed, Di	sposed	l of, o	r Benefi	cial	ly Owne	ed					
			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquire Of (D) (Instr. 3, 4 and					d 5. Amount of Securities Beneficially Owned at end of		6. Ownership Form: Direct (D) or		7. Nature of Indirect Beneficial Ownership		
				(monumbay)		5,				(A) or (D)	Price	ice		Issuer's Fiscal Year (Instr. 3 and 4)		ect (I) 7. 4)	(Instr. 4)		
Common Stock			12/21/2015			G ⁽¹)	15,073		D	\$0.00		4,871,615 ⁽²⁾		I		By Frost Gamma Investments Trust ⁽³⁾		
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)	of Deri Sec Acq (A) Disj of (I	posed D) tr. 3, 4	Expi	. Date Exercisable a expiration Date Month/Day/Year)		d 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)			Derivative Security (Instr. 5) der Sec Ber Ow 3 Foll		s Illy 9	10. Ownersl Form: Direct (E or Indire (I) (Instr.	Beneficial O) Ownership oct (Instr. 4)		
					(A)	(D)	Date Exer	e rcisable	Expiration Date		Amour or Numbe of e Shares	er							
1. Name and Address of Reporting Person* <u>FROST PHILLIP MD ET AL</u>																			
(Last) (First) (Middle) 4400 BISCAYNE BOULEVARD																			
(Street) MIAMI FL 33137		33137																	
(City)	(City) (State) (Zip)																		
1. Name and Address of Reporting Person [*] <u>Frost Gamma Investments Trust</u>																			
(Last) (First) (Middle) 4400 BISCAYNE BOULEVARD																			
(Street) MIAMI		FL	33137																

Explanation of Responses:

(City)

1. Represents shares of common stock disposed of by the reporting person in a bona fide gift.

(Zip)

(State)

2. This Form 5 does not include up to 900,108 shares of common stock of the Issuer that may be issued to Frost Gamma Investments Trust to the extent certain revenue targets are achieved as set forth in that certain Merger Agreement and Plan of Reorganization dated December 14, 2014 to which the Issuer is a party.

3. These securities are held by Frost Gamma Investments Trust, of which Phillip Frost M.D., is the trustee. Frost Gamma L.P. is the sole and exclusive beneficiary of Frost Gamma Investments Trust. Dr. Frost is one of two limited partners of Frost Gamma L.P. The general partner of Frost Gamma L.P. is Frost Gamma, Inc., and the sole shareholder of Frost Gamma, Inc. is Frost-Nevada Corporation. Dr. Frost is also

the sole shareholder of Frost-Nevada Corporation. The reporting person disclaims beneficial ownership of these securities, except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

Remarks:

/s/ Phillip Frost, M.D., 01/12/2016 Individually /s/ Phillip Frost, M.D., as Trustee

01/12/2016

** Signature of Reporting Person

Date

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

 \ast 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.

Exhibit 99

JOINT FILER INFORMATION

NAME:	Frost Gamma Investments Trust
ADDRESS:	4400 Biscayne Blvd. Miami, FL 33137
Designated Filer:	Phillip Frost, M.D.
Issuer and Ticker Symbol:	IDI, Inc. (IDI)
Date of Event Requiring Statement:	December 21, 2015
	FROST GAMMA INVESTMENTS TRUST
	by: /s/ Phillip Frost, M.D.

Phillip Frost, M.D., Trustee