SEC Form 4
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## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-028							
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FORM 4

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

						01 000				ment	Company Ac	101 1940							
1. Name and Address of Reporting Person*							2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer					
BARTELS WILLIAMS H						SPAR Group, Inc. [ SGRP ]								(Check all applicable) X Director X 10% Owner					
					-  -										er (give tit	le		her (specify	
l` í	(Last) (First) (Middle) C/O SPAR GROUP, INC.					3. Date of Earliest Transaction (Month/Day/Year) 05/30/2022								belov	w)		be	low)	
1910 OPDYKE COURT						4. If Amendment, Date of Original Filed (Month/Day/Year)								6 Individual o	r .loint/Gro	oup Filir	na (Chec	k Applicable	
(Street)	Street)						Jinain	, Dato	or ong			.a.,		<ol> <li>Individual or Joint/Group Filing (Check Applicable Line)</li> </ol>					
AUBUR	.N N	п	48326									X Form filed by One Reporting Person Form filed by More than One Reporting							
HILLS														Pers		viore un	an One P	reporting	
(City)	(5	itate)	(Zip)		_														
(Oity)		,									) - n - o - d	of or D			<u>م</u>				
1 Title of	Coourity (Inc.								·	ea, L	•			5. Amount o		Ownor	chip 7	. Nature of	
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Ye		r) Exe	A. Deemed xecution Date, any Month/Day/Year)		3. Transaction Code (Instr. 8)					Securities Beneficially Owned Follo	F.	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
										v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)					
Common	Common Stock, \$.01 par value				2022	2		М		25,670	<b>A</b> (1)		4,952,7	4,952,754 I					
																		By SPAR	
Common	Common Stock, \$.01 par value			05/30/	2022	2			М	75,000		A	(1)	150,000	0(2)	I		Administrative ervices, Inc.	
																SAS). $^{(3)}$			
			Table								sposed o , convert			Ily Owned ه)					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Execution if any			ransaction ode (Instr.				6. Date Exercisabl Expiration Date (Month/Day/Year)		7. Title and Amour of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownersh Form: Direct (D or Indire (I) (Instr.	Beneficial Ownership ct (Instr. 4)		
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amoun or Number of Shares						
Series B												Series B							
Preferred Stock, \$.01 par value	(4)	05/30/2022			М			17,113	(5)	)	(6)	Preferred Stock, \$.01 par value	17,113	3 \$0	435,86	2 <sup>(1)</sup>	D <sup>(4)</sup>		
												Series B Preferred						By SPAR	
Series B Preferred						1											I <sup>(4)</sup>	Administrative	
Preferred Stock,	(4)	05/30/2022			М			50,000	(5)	)	(6)	Stock, \$ 01 par	50,000	0 \$0	0		I(+)	Services, Inc.	
Preferred	(4)	05/30/2022			М			50,000	(5)	)	(6)	Stock, \$.01 par value	50,000	0 \$0	0		I(4)	Services, Inc. (SAS). <sup>(3)</sup>	
Preferred Stock, \$.01 par value Series B Preferred Stock,	(4)	05/30/2022			M M			50,000 34,375	(5)		(6)	\$.01 par value Series B Preferred Stock,	34,37:		0 401,48	7 <sup>(7)</sup>	D <sup>(4)</sup>		
Preferred Stock, \$.01 par value Series B Preferred												\$.01 par value Series B Preferred				7 <sup>(7)</sup>			
Preferred Stock, \$.01 par value Series B Preferred Stock, \$.01 par value Explanatio	(4)	05/30/2022	oup, Inc. (	the "Issuer'	М	result of	the vo	34,375	(5)	)	(6)	\$.01 par value Series B Preferred Stock, \$.01 par value	34,37	5 \$0	401,48		D <sup>(4)</sup>	(SAS). <sup>(3)</sup>	
Preferred Stock, \$.01 par value Series B Preferred Stock, \$.01 par value Explanatio 1. Acquisitic and Restrictor	(4) n of Response on of Common ed Stock Agree	05/30/2022 Ses: Stock from SPAR Gr ment, by and among	the Issuer,	Robert G.	M '), as a 1 Brown,	Willian	n H. B	34,375 esting and artels and	(5) convers others, a	) ion of as repo	(6) the convertibl	\$.01 par value Series B Preferred Stock, \$.01 par value e preferred suer's Curren	34,37: shares rec t Report of	5 \$0 eived from the l	401,48	uant to C	D <sup>(4)</sup>	(SAS). <sup>(3)</sup>	
Preferred Stock, \$.01 par value Series B Preferred Stock, \$.01 par value Explanatio 1. Acquisitic and Restricto 2. 75,000 sha	(4) <b>n of Respon</b> : on of Common ed Stock Agree ares of Commo	05/30/2022 Ses: Stock from SPAR Gr	the Issuer, R Adminis	Robert G.	M '), as a 1 Brown, vices, Ir	Willian	n H. B S) are	34,375 esting and artels and peneficial	(5) convers others, a ly owned	) ion of as repo	(6) the convertibl	\$.01 par value Series B Preferred Stock, \$.01 par value e preferred suer's Curren	34,37: shares rec t Report of	5 \$0 eived from the l	401,48	uant to C	D <sup>(4)</sup>	(SAS). <sup>(3)</sup>	
Preferred Stock, \$.01 par value Series B Preferred Stock, \$.01 par value Explanatio 1. Acquisitic and Restricto 2. 75,000 sha 3. William F 4. Series B F	(4) n of Response on of Common ed Stock Agree ares of Commo I. Bartels is Pre 'referred Stock	05/30/2022 Ses: Stock from SPAR Gr ment, by and among n Stock held by SPA	the Issuer, R Adminis treholder o nvertible ir	Robert G. strative Server f SPAR Ad nto the Com	M '), as a 1 Brown, vices, Ir ministra	Willian nc. (SAS ative Se tock on	n H. B S) are rvices a 1 foi	34,375 esting and artels and beneficial , Inc. (SA 1.5 basis	(5) convers others, a ly owned S). upon ve	ion of as repo l by W sting.	(6) the convertibl rted in the Iss illiam H. Bart	\$.01 par value Series B Preferred Stock, \$.01 par value e preferred s uer's Curren els. See Foc	34,37: shares rec t Report o thote 3.	5 \$0 eived from the l	401,48 Issuer purse ed January	uant to C 28, 2022	D <sup>(4)</sup> Change in 2.	(SAS). <sup>(3)</sup>	

6. Not applicable.

7. Transfer of Series B Preferred Stock from William H. Bartels to Robert G. Brown in accordance with the Change in Control, Voting and Restricted Stock Agreement, by and among the Issuer, Robert G. Brown, William H. Bartels and others, as reported in the Issuer's Current Report on Form 8-K filed January 28, 2022.

/s/ William H. Bartels 02/03/2023

\*\* 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.

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