

AZZURRO CAPITAL INC

Form 4

October 29, 2018

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
AZZURRO CAPITAL INC

(Last) (First) (Middle)

C/O MOORE STEPHENS, PO BOX
743, SUITE 5

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol

TRAVELZOO [tzoo]

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

10/24/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person
__X__ Form filed by More than One Reporting
Person

WATERGARDENS 4, J1 GX11
1AA

(City) (State) (Zip)

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	10/24/2018		S		20,000 (4)	D	\$ 8.08 (1) (2)	6,400,000	I (3)	Shares sold were directly owned by Azzurro Capital, Inc.
Common Stock	10/26/2018		S		50,000 (4)	D	\$ 7.65 (2) (5)	6,350,000	I (3)	Shares sold were directly owned by Azzurro

Common Stock	10/29/2018	S	100,000 (4)	D	\$ 7.65 (2) (6)	6,250,000	I (3)	Capital, Inc. Shares sold were directly owned by Azzurro Capital, Inc.
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
AZZURRO CAPITAL INC C/O MOORE STEPHENS PO BOX 743, SUITE 5 WATERGARDENS 4, J1 GX11 1AA	X
Ralph Bartel 2005 Trust C/O FEDELTA TRUST LIMITED 29/31 ATHOL STREET, OMAR HOUSE BLDG ISLE OF MAN, X0 1M11LB	X
	X X

BARTEL RALPH
CASELLA POSTALE 823
6612 ASCONA, V8 6612

Signatures

Ralph Bartel, Authorized Signatory	10/29/2018
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<u> </u> **Signature of Reporting Person	Date
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Ralph Bartel, Authorized Signatory	10/29/2018
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<u> </u> **Signature of Reporting Person	Date
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Ralph Bartel	10/29/2018
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<u> </u> **Signature of Reporting Person	Date
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Explanation of Responses:

* 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).

- (1) Sale prices for the shares sold ranged from \$8.00 to \$8.24.
- (2) The reporting person undertakes to provide, upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each price.
- (3) Indirect ownership applies to Ralph Bartel and the 2005 Ralph Bartel Trust.
- (4) Azzurro Capital Inc. made the sales in accordance with a plan to diversify its investments.
- (5) Sale prices for the shares sold ranged from \$7.50 to \$7.99.
- (6) Sale prices for the shares sold ranged from \$7.30 to 7.96.

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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