

BIOMERICA INC
Form SC 13G/A
February 12, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 4)*

BIOMERICA, INC.
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

09061H307
(CUSIP Number)

ALAN GELBAND
750 Third Avenue
New York, NY 10007
(212) 688-2808

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

12/31/18

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 09061H307

1. NAMES OF REPORTING PERSONS

2. Alan Gelband
CHECK THE APPROPRIATE BOX IF A MEMBER OF
A GROUP (see instructions)

(a) ☐
(b) ☒
3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5. SOLE VOTING POWER

Common Stock equal to less than 5%
6. SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

0
7. SOLE DISPOSITIVE POWER

Common Stock equal to less than 5%
8. SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Common Stock equal to less than 5%

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(see instructions) "

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

12. TYPE OF REPORTING PERSON (see instructions)

IN

CUSIP No. 09061H307

1. NAMES OF REPORTING PERSONS

2. The Alan Gelband Company Defined Contribution Pension Plan and Trust
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)

3. (a) ☐
(b) ☒
SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Florida

5. SOLE VOTING POWER

6. Common Stock equal to less than 5%
SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

7. 0
SOLE DISPOSITIVE POWER

8. Common Stock equal to less than 5%
SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Common Stock equal to less than 5%

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(see instructions) "

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

12. TYPE OF REPORTING PERSON (see instructions)

EP

CUSIP No. 09061H307

1. NAMES OF REPORTING PERSONS

2. Alan Gelband Roth IRA
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)

(a) ☐

3. (b) ☒
SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5. SOLE VOTING POWER

6. Common Stock equal to less than 5%
SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

0
7. SOLE DISPOSITIVE POWER

8. Common Stock equal to less than 5%
SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Common Stock equal to less than 5%

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(see instructions) "

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

12. TYPE OF REPORTING PERSON (see instructions)

EP

CUSIP No. 09061H307

1. NAMES OF REPORTING PERSONS

2. The Alden Foundation
CHECK THE APPROPRIATE BOX IF A MEMBER OF
A GROUP (see instructions)

(a) ☐
(b) ☒
3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5. SOLE VOTING POWER

Common Stock equal to less than 5%
6. SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

0
7. SOLE DISPOSITIVE POWER

Common Stock equal to less than 5%
8. SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Common Stock equal to less than 5%

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(see instructions) "

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

12. TYPE OF REPORTING PERSON (see instructions)

OO

CUSIP No. 09061H307

1. NAMES OF REPORTING PERSONS

2. Denise DeShane
CHECK THE APPROPRIATE BOX IF A MEMBER OF
A GROUP (see instructions)

(a) ☐

3. (b) ☒
SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5. SOLE VOTING POWER

6. Common Stock equal to less than 5%
SHARED VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

0
7. SOLE DISPOSITIVE POWER

8. Common Stock equal to less than 5%
SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Common Stock equal to less than 5%

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

(see instructions) "

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Less than 5%

12. TYPE OF REPORTING PERSON (see instructions)

IN

Item 1.

- (a) Name of issuer:
BIOMERICA, INC.
- (b) Address of issuer's principal executive offices:
17571 Von Karman Avenue, Irvine, CA 92614

Item 2.

- (a) Name of person filing:
This Schedule 13G/A is filed jointly on behalf of (1) Alan Gelband, (2) The Alan Gelband Defined Contribution Pension Plan and Trust, (3) Alan Gelband Roth IRA, (4) The Alden Foundation, and (5) Denise DeShane (collectively, the "Reporting Person").
- (b) Address or principal business office or, if none, residence:
750 Third Avenue
New York, NY 10007
- (c) Citizenship:
Alan Gelband is a United States citizen. The Alan Gelband Defined Contribution Pension Plan and Trust is a trust governed under the laws of the State of Florida. Alan Gelband Roth IRA is an investment retirement account governed by the laws of the United States. The Alden Foundation is a foundation governed by the laws of the United States. Denise DeShane is a United States citizen.
- (d) Title of class of securities:
Common Stock
- (e) CUSIP No.:
09061H307

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) " Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) " Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) " Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) " Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) " An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) " An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) " A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) " A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) " A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) " A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) " Group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: _____

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:
Common Stock equal to less than 5%
- (b) Percent of class:
Less than 5%
- (c) Number of shares as to which the person has:

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- (i) Sole power to vote or to direct the vote: Common Stock equal to less than 5%
- (ii) Shared power to vote or to direct the vote: 0
- (iii) Sole power to dispose or to direct the disposition of: Common Stock equal to less than 5%
- (iv) Shared power to dispose or to direct the disposition of: 0

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following x.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 2019

/s/ Alan Gelband
ALAN GELBAND

Date: February 12, 2019

ALAN GELBAND ROTH IRA

By: */s/ Alan Gelband*
Name: Alan Gelband
Title: Trustee

Date: February 12, 2019

/s/ Denise DeShane
DENISE DESHANE

Date: February 12, 2019

THE ALAN GELBAND DEFINED

CONTRIBUTION PENSION PLAN AND
TRUST

By: */s/ Alan Gelband*
Name: Alan Gelband
Title: Trustee

Date: February 12, 2019

THE ALDEN FOUNDATION

By: */s/ Alan Gelband*
Name: Alan Gelband
Title: Principal

EXHIBIT A

AGREEMENT

Each of the undersigned hereby consents and agrees to this joint filing of the Schedule 13G/A for the Common Stock of Biomerica, Inc.

Date: February 12, 2019

/s/ Alan Gelband
ALAN GELBAND

Date: February 12, 2019

ALAN GELBAND ROTH IRA

By: */s/ Alan Gelband*
Name: Alan Gelband
Title: Trustee

Date: February 12, 2019

/s/ Denise DeShane
DENISE DESHANE

Date: February 12, 2019

THE ALAN GELBAND DEFINED

CONTRIBUTION PENSION PLAN AND
TRUST

By: */s/ Alan Gelband*
Name: Alan Gelband
Title: Trustee

Date: February 12, 2019

THE ALDEN FOUNDATION

By: */s/ Alan Gelband*
Name: Alan Gelband
Title: Principal