

GEORGE W WHITNEY

Form 4

January 09, 2019

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GEORGE W WHITNEY

2. Issuer Name **and** Ticker or Trading  
Symbol  
SPROTT FOCUS TRUST INC.  
[FUND]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O SPROTT ASSET  
MANAGEMENT USA INC., 1910  
PALOMAR POINT WAY, SUITE  
200

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/07/2019

☒ Director ☒ 10% Owner  
☐ Officer (give title below) ☒ Other (specify  
below) Senior Portfolio Manager

(Street)  
CARLSBAD, CA 92008

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 01/07/2019                              |                                                             | P                                    | 11,990                                                                  | A \$<br>6.0205<br>(4)                                                                                              | 341,034 (5)                                                             | I Held by<br>Trust (2)                                            |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 5,533,451 (5)                                                           | D                                                                 |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 1,544,840 (5)                                                           | I Held by<br>Spouse                                               |
| Common                                |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 505,561 (5)                                                             | I Held by                                                         |

# Edgar Filing: GEORGE W WHITNEY - Form 4

|                 |                          |   |                                         |
|-----------------|--------------------------|---|-----------------------------------------|
| Stock           |                          |   | Trust <sup>(1)</sup>                    |
| Common<br>Stock | 119,901 <sup>(5)</sup>   | I | Held by Son                             |
| Common<br>Stock | 1,518,551 <sup>(5)</sup> | I | Held by<br>Foundation<br><sup>(3)</sup> |

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

**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 control number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                                                      | Director | 10% Owner | Officer | Other                       |
|---------------------------------------------------------------------------------------------------------------------|----------|-----------|---------|-----------------------------|
| GEORGE W WHITNEY<br>C/O SPROTT ASSET MANAGEMENT USA INC.<br>1910 PALOMAR POINT WAY, SUITE 200<br>CARLSBAD, CA 92008 | X        | X         |         | Senior Portfolio<br>Manager |

## Signatures

/s/ W. Whitney  
George

01/09/2019

\*\*Signature of  
Reporting Person

Date

## 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) Shares held by a trust established for the benefit of Mr. George's children. As beneficiaries of the trust, Mr. George's children have a pecuniary interest in the trust. Mr. George may be deemed to beneficially own the shares held by the trust.
- (2) Shares held by The Mallory Descendant's Trust U/T/A DTD 12/31/2013 (the "Descendant's Trust"). Mr. George serves as trustee of the Descendant's Trust and, in such capacity, has investment and voting discretion over shares held by the Descendant's Trust. As a beneficiary of the Descendant's Trust, Mr. George's spouse has a pecuniary interest in the Descendant's Trust. Mr. George may be deemed to beneficially own the shares held by the Descendant's Trust.
- (3) Shares held by The Meredith and Whitney George Family Foundation (the "Foundation"). Mr. George serves as Chairman of the Foundation and, in such capacity, has investment and voting discretion over shares held by the Foundation.
- (4) Represents the weighted average purchase price of multiple transactions with a range of prices between \$5.97 and \$6.05. Mr. George hereby undertakes to provide, upon request by the Securities and Exchange Commission staff, the issuer, or a stockholder of the issuer, full information regarding the number of shares purchased at each separate price.
- (5) Amount of shares beneficially owned includes shares acquired under the Issuer's Dividend Reinvestment Program.

### Remarks:

Mr. George disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein, and

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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