FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden response: 0.5

> > 7. Nature of Indirect Beneficial Ownership (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Check this box if no longer subject to Section 16. Form 4 or Form 5

	ons may contir tion 1(b).	nue. <i>See</i>		Filed	l pursuar or Sec	nt to S	Section 30(h) of	16(a) f the In	of the S	ecuriti	es Exchang	je Act o	f 193	34		hours	per r	esponse:	0.5
		f Reporting Person <sup>*</sup> alty Insurance	<u>Co</u>		2. Issu	uer Na /E F	ame <b>an</b>	nd Tick	er or Tra	ading	. ,		-		k all app Direc	licable)	2	erson(s) to I  X 10% O  Other (	
(Last) 5420 LY SUITE 1	NDON B J	rst) (I OHNSON FREI	Middle) EWAY		3. Dat 12/21			Transa	action (N	Month	/Day/Year)				belov	v) Group		below)	
(Street)	S TX	K 7	/5240		4. If A	mend	ment, [	Date o	f Origina	al Filed	d (Month/Da	ay/Year	1	6. Indi	Form	filed by On	ie Re	ng (Check A porting Pers an One Rep	son
(City)	(St		Zip)																
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1. Little of \$	Security (Ins	tr. 3)		2. Transad Date (Month/Da		Exec if an	Deemed cution E y nth/Day	Date,	3. Transa Code ( 8)		4. Securitie Disposed ( 5)	Of (D) (I	nstr.		Report	ties cially I Following ed	For (D)	Ownership m: Direct or Indirect Instr. 4)	7. Nature of Indirec Beneficia Ownershi (Instr. 4)
	G: 1			10/21/	2022				Code	٧	Amount	(A) (D)		Price		ction(s) 3 and 4)		D(1)(2)	
Common	Stock			12/21/					S	<u></u>	252,428			\$1.6		0		D <sup>(1)(2)</sup>	
		Ia									osed of, convertib				Owne	a			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	ate Execution Date, Transacti		nsaction of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		De Se (In	Price of rivative curity str. 5)		Ownersh Form: Direct (D) or Indirect (I) (Instr.	Ownership	Benefic Owners t (Instr. 4)			
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amo or Num of Shar						
ı		f Reporting Person* alty Insurance	<u>Co</u>			,													
(Last) 5420 LY SUITE 1	NDON B J	(First) OHNSON FREE	•	ddle)															
(Street)	S	TX	752	240															
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		f Reporting Person*		ICES II	<u>NC</u>														
(Last) 5420 LY STE 110	NDON B.	(First) JOHNSON FRE		ddle)															
(Street)	S	TX	752	240															
(City)		(State)	(Zip	)															
	ICAN H	f Reporting Person* ALLMARK I		RANCE	Co														

(Middle)

(Last)

(First) 5420 LYNDON B JOHNSON FREEWAY

SUITE 1100								
(Street)								
DALLAS	TX	75240						
(City)	(State)	(Zip)	(Zip)					
	ress of Reporting Per	son <sup>*</sup>						
Hallmark Insurance Co								
(Last)	(First)	(Middle)						
5420 LYNDON B JOHNSON FREEWAY								
SUITE 1100								
(Street)								
DALLAS	TX	75240						
(City)	(State)	(Zip)						

## **Explanation of Responses:**

1. Each Reporting Person is a member of a "group" for purposes of Section 13(d)(3) of the Exchange Act. The group consists of Hallmark Financial Services, Inc. ("HFS"), American Hallmark Insurance Company of Texas ("AHIC"), Hallmark Insurance Company ("HIC"), Hallmark Specialty Insurance Company ("HSIC"), Newcastle Partners LP, Newcastle Capital Management LP, Newcastle Capital Group LLC, NCM Services, Inc., Schwarz 2012 Family Trust, and Mark E. Schwarz.

2. Shares and transactions reported are owned directly by HSIC. HFS is the direct or indirect parent of each of AHIC, HIC, and HSIC.

Steven D. Davidson as

12/21/2022 Attorney-in-Fact for each

Reporting Person

\*\* Signature of Reporting Person Date

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

- \* 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.