SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*				er Name and Ticke <u>Y Group, Inc</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Liu Suying							X	Director	10%	Owner		
(Last) 10960 WILSHIR	(First) E BLVD., SUITE	(Middle) 2200		e of Earliest Transa / <mark>2021</mark>	ction (Month/I	Day/Year)		Officer (give title below)	e Othe belo	er (specify w)		
			4. If Ai	mendment, Date of	Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)							Line)					
LOS ANGELES	CA	90024						Form filed by O	ne Reporting Pe	rson		
								Form filed by Me Person	ore than One Re	eporting		
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3) Date (Month/Da				2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4	and 5)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial		

	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr.						(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock, underlying rights	02/10/2021		J ⁽¹⁾		16,324	Α	(2)	545,295	D	
Common Stock	02/10/2021		A ⁽³⁾		150,000 ⁽³⁾	A	\$10	150,000	I	See Footnote ⁽⁴⁾

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		Derivative E		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Derivative Security					of (D) (In 3, 4 and 9	str.	r.		(Instr. 3 and 4)			Owned Following Reported Transaction(s) (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	of Shares				
Rights to receive Common Stock, underlying Units.	\$0	02/10/2021		J(5)		163,246		(5)	(5)	Common Stock	16,324	(5)	0	Ι	See Footnote ⁽⁵⁾

Explanation of Responses:

1. Acquired shares underlying rights which automatically converted into one-tenth (1/10) of a share of common stock upon consummation of the business combination between Mountain Crest Acquisition Corp ("Mountain Crest") and Playboy Enterprises, Inc. ("Business Combination")

2. No consideration was paid as these shares were acquired as a result of the automatic conversion of rights upon consummation of the Business Combination.

3. Purchased by Sunlight Global Investment LLC ("Sunlight Global") in a private placement contemporaneously with the closing of the Business Combination.

4. Shares held by Sunlight Global of which Mr. Dong Liu is the sole Managing Member, and has sole voting and dispositive power over these shares. Dr. Suying Liu is a member of Sunlight Global and disclaims beneficial ownership except to the extent of his pecuniary interests in these shares.

5. The rights automatically converted into one-tenth (1/10) of a share of common stock upon consummation of the Business Combination.

<u>/s/ Suying Liu</u>

** Signature of Reporting Person

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.

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.

<u>02/11/2021</u> Date