

SIEBERT FINANCIAL CORP  
Form SC 13D/A  
April 25, 2018

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

**SCHEDULE 13D**

**Under the Securities Exchange Act of 1934**

(Amendment No. 4)

Siebert Financial Corp.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

826176 10 9

(CUSIP Number)

Gloria E. Gebbia  
Managing Member  
Kennedy Cabot Acquisition, LLC  
24005 Ventura Blvd. Suite 200 Calabasas CA 91302  
(212) 514-8369

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

April 18, 2018

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\* 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).

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NAMES OF  
REPORTING  
PERSONS

1.  
Kennedy Cabot  
Acquisition, LLC

CHECK THE  
APPROPRIATE  
BOX IF A  
MEMBER OF A

2. GROUP  
(see instructions)  
(a)  x  
(b)  o

3. SEC USE ONLY

SOURCE OF  
FUNDS (see

4. instructions)

AF  
CHECK BOX IF  
DISCLOSURE OF  
LEGAL

5. PROCEEDINGS  
IS REQUIRED  
PURSUANT TO  
ITEMS 2(d) or  
2(e)  o

CITIZENSHIP OR  
PLACE OF

6. ORGANIZATION

Nevada

SOLE VOTING POWER

- 7.

0

SHARED VOTING POWER

- 8.

17,266,946

9. SOLE DISPOSITIVE POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING  
PERSON WITH

0  
SHARED DISPOSITIVE  
POWER  
10.  
17,266,946

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.  
17,414,577
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(see instructions)   
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
13.  
61.1%  
TYPE OF REPORTING PERSON (see instructions)
14.  
OO

\* Percentage of class calculated based on 27,157,188 total outstanding shares of Common Stock as of March 31, 2018, as reported in the Issuer's Annual Report on Form 10-K, filed with the Securities and Exchange Commission ("SEC") on April 13, 2018.

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NAMES OF REPORTING PERSONS

1.  
Gloria E. Gebbia

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

- (see instructions)  
2. (a)   
(b)

3. SEC USE ONLY

SOURCE OF FUNDS (see instructions)

4.  
PF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6.  
Gloria E. Gebbia is a US Citizen

SOLE VOTING POWER

7.  
7,707,800  
SHARED VOTING POWER

8.  
17,266,946

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

- SOLE DISPOSITIVE POWER  
9.  
7,707,800  
SHARED DISPOSITIVE POWER

10.  
17,266,946

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.  
17,414,577

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)   
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.  
64.1%\*

TYPE OF REPORTING PERSON (see instructions)

14.

IN

\* Percentage of class calculated based on 27,157,188 total outstanding shares of Common Stock as of March 31, 2018, as reported in the Issuer's Annual Report on Form 10-K, filed with the SEC on April 13, 2018.

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NAMES OF REPORTING PERSONS

1.

John M. Gebbia

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

2.

(a)  x

(b)  o

3.

SEC USE ONLY

SOURCE OF FUNDS (see instructions)

4.

PF

5.

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or

2(e)  o

CITIZENSHIP OR PLACE OF ORGANIZATION

6.

John M. Gebbia is a US Citizen

SOLE VOTING POWER

7.

1,804,519

SHARED VOTING POWER

8.

17,266,946

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE DISPOSITIVE POWER

9.

1,804,519

SHARED DISPOSITIVE POWER

10.

17,266,946

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

17,266,946

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

(see instructions)  o

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

63.6%\*

TYPE OF REPORTING PERSON (see instructions)

14.

IN

\* Percentage of class calculated based on 27,157,188 total outstanding shares of Common Stock as of March 31, 2018, as reported in the Issuer's Annual Report on Form 10-K, filed with the SEC on April 13, 2018.



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NAMES OF REPORTING PERSONS

1.

Richard Gebbia

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

2.

(a)  x

(b)  o

3.

SEC USE ONLY

SOURCE OF FUNDS (see instructions)

4.

PF

5.

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or

2(e)  o

CITIZENSHIP OR PLACE OF ORGANIZATION

6.

Richard Gebbia is a US Citizen

SOLE VOTING POWER

7.

2,608,319

SHARED VOTING POWER

8.

17,266,946

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE DISPOSITIVE POWER

9.

2,608,319

SHARED DISPOSITIVE POWER

10.

17,266,946

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

17,266,946

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

(see instructions)  o

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

63.6%\*

TYPE OF REPORTING PERSON (see instructions)

14.

IN

\* Percentage of class calculated based on 27,157,188 total outstanding shares of Common Stock as of March 31, 2018, as reported in the Issuer's Annual Report on Form 10-K, filed with the SEC on April 13, 2018.

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NAMES OF REPORTING PERSONS

1.

David Gebbia

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(see instructions)

2.

(a)  x

(b)  o

3.

SEC USE ONLY

SOURCE OF FUNDS (see instructions)

4.

PF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or

2(e)  o

CITIZENSHIP OR PLACE OF ORGANIZATION

6.

David Gebbia is a US Citizen

SOLE VOTING POWER

7.

1,319,025

SHARED VOTING POWER

8.

17,266,946

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE DISPOSITIVE POWER

9.

1,319,025

SHARED DISPOSITIVE POWER

10.

17,266,946

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

17,266,946

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

(see instructions)  o

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

63.6%\*

TYPE OF REPORTING PERSON (see instructions)

14.

IN

\* Percentage of class calculated based on 27,157,188 total outstanding shares of Common Stock as of March 31, 2018, as reported in the Issuer's Annual Report on Form 10-K, filed with the SEC on April 13, 2018.

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**Item 1. Security and Issuer.**

This Amendment No. 4 to Schedule 13D (this “Amendment”) amends and restates the Schedule 13D filed on December 21, 2016 (the “Original Schedule 13D”), as amended and supplemented by Amendment No. 1 filed on January 11, 2018 (“Amendment 1”), Amendment No. 2 filed on January 26, 2018 (“Amendment 2”) and Amendment No. 3 filed on February 26, 2018 (“Amendment 3”) by Kennedy Cabot Acquisition, LLC, a Nevada limited liability company (“KCA”) and Gloria E. Gebbia, the Managing Member of KCA and adds Richard Gebbia, David Gebbia and John M. Gebbia. KCA, Gloria E. Gebbia, Richard Gebbia, David Gebbia and John M. Gebbia shall hereinafter be referred to each as a “Reporting Person” and collectively, the “Reporting Persons”.

This Amendment is being filed by the Reporting Persons relating to the common stock, par value \$0.01 per share (the “Common Stock”), of Siebert Financial Corp., a New York corporation (the “Issuer”), whose principal executive officers are located at 120 Wall Street, New York, NY 10005.

The Reporting Persons are filing this Amendment to report the formation of a “group” and in order to disclose the Joint Filing and Group Agreement entered into on April 18, 2018 and dated as of March 28, 2018, by and among the Reporting Persons attached hereto as Exhibit A (the “Group Agreement”).

**Item 2. Identity and Background.**

(a) This Schedule 13D is filed by KCA, Gloria E. Gebbia, Richard Gebbia, David Gebbia and John M. Gebbia. Gloria E. Gebbia is the manager of KCA.

(b) The address of the Reporting Persons is 24005 Ventura Blvd. Suite 200 Calabasas CA 91302.