

SUBIN NEIL S  
Form 4  
December 28, 2018

**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 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SUBIN NEIL S

2. Issuer Name and Ticker or Trading Symbol  
LEARNING TREE INTERNATIONAL, INC. [LTRE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3300 SOUTH DIXIE HIGHWAY, SUITE 1-365

3. Date of Earliest Transaction (Month/Day/Year)  
12/21/2018

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ Other (specify below)

(Street)  
WEST PALM BEACH, FL 33405

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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	12/21/2018		S(1)(2)	89,500 D 1.1	\$ 658,550 (3) (4)	I	By MBM - Trust A-4
Common Stock	12/21/2018		P(1)(2)	44,750 A 1.1	\$ 57,250 (3) (4)	I	By LIMFAM LLC
Common Stock					748,050 (3) (4)	I	By LIM III - Trust A-4
Common Stock					25,000 (3) (4)	I	By Milfam II L.P.



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expressly disclaims) that the reporting person is, for purposes of Rule 16a-1(a)(2) under Section 16 of the Securities Exchange Act of 1934, the beneficial owner of any equity securities covered by this filing.

- The reporting person succeeded to the position of President and Manager of MILFAM LLC, which serves as manager, general partner, or
- (4) investment advisor of a number of entities formerly managed or advised by the late Lloyd I. Miller, III. The reporting person also serves as trustee of a number of Miller family trusts.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.