| SEC | Form | 4 |
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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Person

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5           |
| obligations may continue. See          |
| Instruction 1(b).                      |
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(State)

(Zip)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

hours per response 0.5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person\* (Check all applicable) KOSS CORP [ KOSS ] KOSS JOHN C JR Director X 10% Owner Officer (give title Other (specify X 3. Date of Earliest Transaction (Month/Day/Year) below) (First) (Middle) below) 07/27/2016 Vice President - Sales 4129 NORTH PORT WASHINGTON AVENUE 6. Individual or Joint/Group Filing (Check Applicable Line) 4. If Amendment, Date of Original Filed (Month/Day/Year) MILWAUKEE WI 53212 Х Form filed by One Reporting Person Form filed by More than One Reporting

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   |        |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|---|---|--------|---------------|-------|---|---|---|
|                                 | Code                                       |   | Code                                    | v | Amount | (A) or<br>(D) | Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                |   | (11150.4)   |
| Common Stock                    |  |   |   |   |        |               |       | 857,949   | I   | By self<br>as co-<br>trustee of<br>Nancy<br>Koss<br>Trust         |
| Common Stock                    |  |   |   |   |        |               |       | 32,000  | I   | Trust for<br>Children   |
| Common Stock                    |  |   |   |   |        |               |       | 27,798  | I   | By<br>401(k)  |
| Common Stock                    |  |   |   |   |        |               |       | 112,978   | I   | ESOP  |
| Common Stock                    |  |   |   |   |        |               |       | 356,294   | D   |   |

#### 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.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   |         |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                     | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|---------|-----|--|--------------------|---|-------------------------------------|---|--|--|--|
|   |   |  |   | Code                         | v | (A)     | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |   | (Instr. 4)   |  |  |
| Stock<br>Option<br>(right to<br>buy)                | \$2.42  | 07/27/2016                                 |   | A                            |   | 100,000 |     | (1)  | 07/27/2021         | Common<br>Stock   | 100,000                             | \$2.42  | 100,000  | D  |  |

Explanation of Responses:

1. This option vests in four equal annual installments beginning on 07/27/2017.

#### **Remarks:**

John Koss, Jr. \*\* Signature of Reporting Person 07/28/2016

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.