

PRICE ROBERT E
Form 5
October 12, 2012

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362
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2005
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1. Name and Address of Reporting Person *
PRICE ROBERT E

(Last) (First) (Middle)

7979 IVANHOE
AVENUE,Â SUITE 520

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
PRICESMART INC [PSMT]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
08/31/2012

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

LA JOLLA,Â CAÂ 92037

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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Common Stock	05/01/2011	Â	J	18,805 (1)	D \$ 0 0	I	As co-trustee of the Rebecca Price Trust UTD 9/22/89 (2)
Common Stock	11/21/2011	Â	G	1,429	D \$ 0 786,149	I	As co-trustee of the Robert and Allison

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									Price Trust UDT 1/10/75 ⁽³⁾
Common Stock	02/06/2012	Â	G	13,119	D	\$ 0	773,030	I	As co-trustee of the Robert and Allison Price Trust UDT 1/10/75 ⁽³⁾
Common Stock	05/11/2012	Â	G	30,000	D	\$ 0	743,030	I	As co-trustee of the Robert and Allison Price Trust UDT 1/10/75 ⁽³⁾
Common Stock	07/11/2012	Â	G	1,000	D	\$ 0	742,030	I	As co-trustee of the Robert and Allison Price Trust UDT 1/10/75 ⁽³⁾
Common Stock	Â	Â	Â	Â	Â	Â	2,245,168	I	As co-trustee of the Robert and Allison Price Charitable Trust ⁽⁴⁾
Common Stock	Â	Â	Â	Â	Â	Â	944,315	I	As co-manager of The Price Group LLC ⁽⁵⁾
Common Stock	Â	Â	Â	Â	Â	Â	18,805	I	As co-trustee of the Sarah Price Trust UTD 9/22/89 ⁽⁶⁾
Common Stock	Â	Â	Â	Â	Â	Â	18,805	I	As co-trustee of the David Price Trust UTD 9/22/89 ⁽⁷⁾
Common Stock	Â	Â	Â	Â	Â	Â	80	D	Â

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

Persons who respond to the collection of information contained in this form are not required to respond unless

SEC 2270
(9-02)

the form displays a currently valid OMB control number.

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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Other Information (Instr. 10)
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PRICE ROBERT E 7979 IVANHOE AVENUE SUITE 520 LA JOLLA, CA 92037	Â X	Â X	Â	Â

Signatures

/s/ Robert E.
Price

10/12/2012

Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- These shares were transferred to the beneficiary of the Rebecca Price Trust UTD 9/22/89 upon dissolution of the trust for no consideration.
 - The reporting person served as co-trustee of this trust with his wife Allison Price and their adult daughter Rebecca Price Brewer. The reporting person and his wife each disclaim beneficial ownership of the securities held by this trust except to the extent of their respective pecuniary interest therein.
 - The reporting person and his wife Allison Price are co-trustees of this trust.
 - The reporting person and his wife Allison Price are co-trustees of this trust. The reporting person and his wife each disclaim beneficial ownership of the securities held by this trust except to the extent of their respective pecuniary interest therein.
 - The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
 - The reporting person serves as co-trustee of this trust with his wife Allison Price and their adult daughter Sarah Price Keating. The reporting person and his wife each disclaim beneficial ownership of the securities held by this trust except to the extent of their

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respective pecuniary interest therein.

- (7) The reporting person serves as co-trustee of this trust with his wife Allison Price and their adult son David Price. The reporting person and his wife each disclaim beneficial ownership of the securities held by this trust except to the extent of their pecuniary interest therein.

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Remarks:

*Â TheÂ reportingÂ person'sÂ wife,Â AllisonÂ Price,Â mayÂ alsoÂ beÂ deemedÂ aÂ greaterÂ thanÂ 10%Â beneficialÂ o

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.