| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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). |

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

| OMB APPROVAL | | | | | | | | | | |
|-------------------------|-----------|--|--|--|--|--|--|--|--|--|
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| hours per response: | 0.5 | | | | | | | | | |

| 1 Indiric and Address of Reporting Leson | | n* | 2. Issuer Name and Ticker or Trading Symbol <u>PC TEL INC</u> [PCTI] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|---------|------------|---|--|-----------------------------------|-----------------------|--|--|--|
| <u>SCHOLIV JOHN W</u> | | | | х | Director | 10% Owner | | | |
| I (LASI) (EIISI) (MIDDIE) I | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | | Officer (give title below) | Other (specify below) | | | |
| | | (initiale) | 02/12/2018 | CFO | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | idual or Joint/Group Filing | (Check Applicable | | | |
| BLOOMINGDA | LE IL | 60108 | | Х | Form filed by One Repo | rting Person | | | |
| (City) | (State) | (Zip) | | | Form filed by More than Person | One Reporting | | | |

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 Disposed Of 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|---|---|------------------------------------|---------------|---------------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common | 02/12/2018 | | Z ⁽¹⁾ | | 5,000 | D | \$5.61 | 44,000 | D | |
| Common | 02/12/2018 | | Z ⁽¹⁾ | | 5,000 | A | \$5.61 | 36,441 | I | John W. Schoen III Living Trust |
| Common | 02/12/2018 | | F ⁽²⁾ | | 1,730 | D | \$6.98 | 34,711 | I | John W. Schoen III Living Trust |
| Common | | | | | | | | 87,000 | I | Denise F. Schoen Family Trust |

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) | Transaction of Code (Instr. Den 8) Sec (A) Dis of (| | Transaction Code (Instr. | | 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) 0. Date Expiration Date (Month/Day/Year) 0. Date Exercisable 0. Date Exercisable 0. Date Exercisable | | Expiration Date Amo (Month/Day/Year) Secu Unde Deriv | | nt of ties ying | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|--|---|-----------------------------|--|--|--|---|--|-----------------------|--|--|--|--|
| | | | | Code | v | | | | | Title | Amount or Number of Shares | | | | | |

Explanation of Responses:

1. Transfer of shares to/from John W. Schoen III Living Trust

2. Settlement of tax withholding obligations, exempt from Section 16(b) under Rule 16b-3(e).

Remarks:



Fact

02/13/2018

** Signature of Reporting Person 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.