

ROYCE FOCUS TRUST INC

Form 4

May 20, 2013

**FORM 4****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).

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GEORGE W WHITNEY**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**ROYCE FOCUS TRUST INC**  
**[FUND]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**C/O ROYCE & ASSOCIATES**  
**LLC, 745 FIFTH AVE**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/17/2013**

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☒ Other (specify below)  
Vice President / VP - Investment Advisor

(Street)  
**NEW YORK, NY 10151**

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 | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| Common Stock                    | 05/20/2013                           |                                                    | P                              |                                                                   | 94,900 | A          | \$ 7.2099                                                                                     | 1,458,618                                                | D                                                     |
| COMMON STOCK                    | 05/17/2013                           |                                                    | P                              |                                                                   | 5,100  | A          | \$ 7.1701                                                                                     | 1,363,718                                                | D                                                     |
| Common Stock                    | 05/08/2013                           |                                                    | P                              |                                                                   | 25,000 | A          | \$ 7.043                                                                                      | 100,355                                                  | I                                                     |
| Common Stock                    |                                      |                                                    |                                |                                                                   |        |            |                                                                                               | 707,148                                                  | I                                                     |
| COMMON STOCK                    |                                      |                                                    |                                |                                                                   |        |            |                                                                                               | 310,472                                                  | I                                                     |
|                                 |                                      |                                                    |                                |                                                                   |        |            |                                                                                               |                                                          | Held in a Trust <sup>(1)</sup>                        |
|                                 |                                      |                                                    |                                |                                                                   |        |            |                                                                                               |                                                          | Held by Spouse                                        |
|                                 |                                      |                                                    |                                |                                                                   |        |            |                                                                                               |                                                          | Held by children                                      |

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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 the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                        | Relationships |           |                |                         |
|---------------------------------------------------------------------------------------|---------------|-----------|----------------|-------------------------|
|                                                                                       | Director      | 10% Owner | Officer        | Other                   |
| GEORGE W WHITNEY<br>C/O ROYCE & ASSOCIATES LLC<br>745 FIFTH AVE<br>NEW YORK, NY 10151 | X             | X         | Vice President | VP - Investment Advisor |

## Signatures

W. Whitney  
George 05/20/2013

\_\_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).

Purchase of shares in The Mallory Descendant's Trust U/T/A DTD 12/13/2013 (the "Trust"). Mr. George serves as trustee of the Trust  
(1) and, in such capacity, has investment and voting discretion over shares held by the Trust. Mr. George's spouse has a pecuniary interest in the Trust.

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

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