Bahrambeygui Sherry S. Form 3

# FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per response...

INITIAL STATEMENT OF 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 A Person *  Bahramb	•		2. Date of Event Requiring Statement (Month/Day/Year)		3. Issuer Name and Ticker or Trading Symbol PRICESMART INC [PSMT]			
(Last) (First) (Middle) 11/15/201 9740 SCRANTON ROAD			4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)		
(Street)					(Check all applicable)  _X Director 10% Owner Officer Other (give title below) (specify below)			6. Individual or Joint/Group
SAN DIEGO, CA 92121								Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Beneficially Owned					
1.Title of Secur (Instr. 4)	rity			2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nat Owne (Instr	*
Common Stock, \$0.0001 par value per share				60,000 (1)		D	Â	
Common Stock, \$0.0001 par value per share				42,500		I	Held by the Hosey Family Trust (2)	
Common Stock, \$0.0001 par value per share				1,000		I	By son <u>(3)</u>	
Common Stock, \$0.0001 par value per share				1,000		I	By son $\frac{(3)}{}$	
Reminder: Report on a separate line for each class of securities benefic owned directly or indirectly.					ially S	SEC 1473 (7-02)		
Persons who respond to the collection of information contained in this form are not								

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

required to respond unless the form displays a

currently valid OMB control number.

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1. Title of Derivative Security (Instr. 4)

**Expiration Date** (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

or Indirect

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Date Exercisable Date

Amount or Title Number of Shares

(I) (Instr. 5)

#### Reporting Owners

**Relationships** Reporting Owner Name / Address Director 10% Owner Officer Other

Bahrambeygui Sherry S. 9740 SCRANTON ROAD SAN DIEGO, Â CAÂ 92121

Â Â

### **Signatures**

/s/ Sherry S. Bahrambeygui

11/15/2011

ÂX

\*\*Signature of Reporting

Date

#### **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 5(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).
- The reported securities were awarded to the Reporting Person by The Price Group, LLC and are subject to forfeiture if the Reporting Person ceases to provide services to The Price Group, LLC before her rights to the shares have vested. 20,000 shares will vest on September 1, 2012, 20,000 shares will vest on September 1, 2013 and 20,000 shares will vest on September 1, 2014, subject to the Reporting Person's continued service to The Price Group, LLC.
- The reported securities are owned directly or indirectly by the Hosey Family Trust (the "Trust") of which the Reporting Person is co-trustee. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein.
- The reported securities are held in custodial accounts for the benefit of the Reporting Person's minor children. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein.

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.

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