

WILHELMINA INTERNATIONAL, INC.

Reported by
GUPTA RAJESH

FORM 4 (Statement of Changes in Beneficial Ownership)

Filed 10/17/24 for the Period Ending 10/16/24

Address	200 CRESCENT COURT SUITE 1400 DALLAS, TX, 75201
Telephone	2146617488
CIK	0001013706
Symbol	WHLM
SIC Code	8742 - Services-Management Consulting Services
Industry	Employment Services
Sector	Industrials
Fiscal Year	12/31

FORM 4

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] Omni Retail Enterprises, LLC (Last) (First) (Middle) 424 FORT HILL DRIVE, SUITE 144 (Street) NAPERVILLE, IL 60540 (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol Wilhelmina International, Inc. [WHLM]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below)						
			3. Date of Earliest Transaction (MM/DD/YYYY) 10/16/2024					4. If Amendment, Date Original Filed (MM/DD/YYYY)					6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

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

1. Title of Security (Instr. 3)	2. Trans. Date 10/16/2024	2A. Deemed Execution Date, if any	3. Trans. 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, par value \$0.01 per share			S		300	D	\$3.9601		880,604	D (L)

Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Explanation of Responses:

(1) All securities reported in this Form 4 are beneficially owned directly by Omni Retail Enterprises, LLC ("ORE"). Omni Holdings Management, LLC ("OHM") is the sole manager of ORE. Mr. Rajesh Gupta is the sole member of OHM. Each Reporting Person disclaims beneficial ownership of all securities reported herein, except to the extent of their pecuniary interest therein, if any, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 of the Securities and Exchange Act of 1934 or for any other purpose.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Omni Retail Enterprises, LLC 424 FORT HILL DRIVE, SUITE 144 NAPERVILLE, IL 60540		X		
OMNI HOLDINGS MANAGEMENT, LLC 424 FORT HILL DRIVE, SUITE 144 NAPERVILLE, IL 60540		X		
Gupta Rajesh 424 FORT HILL DRIVE, SUITE 144		X		

Signatures**/s/ Rajesh Gupta, for himself and as an authorized signatory of ORE and OHM**^{*}Signature of Reporting Person**10/17/2024**

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 control number.