

HEMISPHERE MEDIA GROUP, INC.  
Form SC 13G  
January 23, 2015

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO.)

HEMISPHERE MEDIA GROUP, INC.

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(Name of Issuer)

Class A Common Stock

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(Title of Class of Securities)

42365Q103

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(CUSIP Number)

December 31, 2014  
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

|                          |               |
|--------------------------|---------------|
| <input type="checkbox"/> | Rule 13d-1(b) |
| <input type="checkbox"/> | Rule 13d-1(c) |
| <input type="checkbox"/> | Rule 13d-1(d) |

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 13G  
42365Q103

1 NAME OF REPORTING PERSON Wexford Spectrum Investors LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE VOTING POWER 0

SHARED VOTING POWER 624,684

SOLE DISPOSITIVE POWER 0

SHARED DISPOSITIVE POWER 624,684

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 624,684

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 5.15%

12 TYPE OF REPORTING PERSON OO

CUSIP NO. 13G  
42365Q103

1 NAME OF REPORTING PERSON Wexford Focused Investors LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE VOTING POWER 0  
SHARED VOTING POWER 53,124

SOLE DISPOSITIVE POWER 0  
SHARED DISPOSITIVE POWER 53,124

6 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 53,124

7 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (6) EXCLUDES CERTAIN SHARES

8 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 0.44%

9 TYPE OF REPORTING PERSON OO

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 0.44%

12 TYPE OF REPORTING PERSON OO

13

CUSIP NO. 13G  
42365Q103

1 NAME OF REPORTING PERSON Debello Investors LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

|   |                          |        |
|---|--------------------------|--------|
| 5 | SOLE VOTING POWER        | 0      |
| 6 | SHARED VOTING POWER      | 32,833 |
| 7 | SOLE DISPOSITIVE POWER   | 0      |
| 8 | SHARED DISPOSITIVE POWER | 32,833 |

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 32,833

32,833

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 0.27%

0.27%

12 TYPE OF REPORTING PERSON OO

OO

CUSIP NO. 13G  
42365Q103

1 NAME OF REPORTING PERSON Wexford Capital LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE VOTING POWER 0

SHARED VOTING POWER 710,641

SOLE DISPOSITIVE POWER 0

SHARED DISPOSITIVE POWER 710,641

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 710,641

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 710,641

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 5.86%

12 TYPE OF REPORTING PERSON PN

CUSIP NO. 13G  
42365Q103

1 NAME OF REPORTING PERSON Wexford GP LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

|                          |         |
|--------------------------|---------|
| SOLE VOTING POWER        | 0       |
| SHARED VOTING POWER      | 710,641 |
| SOLE DISPOSITIVE POWER   | 0       |
| SHARED DISPOSITIVE POWER | 710,641 |

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 710,641

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 5.86%

12 TYPE OF REPORTING PERSON OO

CUSIP NO. 13G  
42365Q103

1 NAME OF REPORTING PERSON Charles E. Davidson

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

|                          |         |
|--------------------------|---------|
| SOLE VOTING POWER        | 0       |
| SHARED VOTING POWER      | 710,641 |
| SOLE DISPOSITIVE POWER   | 0       |
| SHARED DISPOSITIVE POWER | 710,641 |

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 710,641

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 5.86%

12 TYPE OF REPORTING PERSON IN

CUSIP NO. 13G  
42365Q103

1 NAME OF REPORTING PERSON Joseph M. Jacobs

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

|                          |         |
|--------------------------|---------|
| SOLE VOTING POWER        | 0       |
| SHARED VOTING POWER      | 710,641 |
| SOLE DISPOSITIVE POWER   | 0       |
| SHARED DISPOSITIVE POWER | 710,641 |

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7

8

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 710,641

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 5.86%

12 TYPE OF REPORTING PERSON IN



The Reporting Persons named in Item 2 below are hereby jointly filing this Schedule 13G (this “Statement”) because due to certain affiliates and relationships among the Reporting Persons, such Reporting Persons may be deemed to beneficially own the same securities directly acquired from the Issuer named in Item 1 below by one of the Reporting Persons. In accordance with Rule 13d-1(k)(1)(iii) promulgated pursuant to the Securities Exchange Act of 1934, as amended (the “Exchange Act”), the reporting persons named in Item 2 below have executed a written agreement relating to the joint filing of this Schedule 13G (the “Joint Filing Agreement”), a copy of which is annexed hereto as Exhibit I.

Item 1.

(a) Name of Issuer:

HEMISPHERE MEDIA GROUP, INC. (the “Company”)

(b) Address of Issuer’s Principal Executive Offices:

2000 Ponce de Leon Boulevard, Suite 500  
Coral Gables, FL 33134

Item 2.

(a) Name of Persons Filing (collectively, the “Reporting Persons”):

- (i) Wexford Spectrum Investors LLC
- (ii) Wexford Focused Investors LLC
- (iii) Debello Investors LLC
- (iv) Wexford Capital LP
- (v) Wexford GP LLC
- (vi) Charles E. Davidson
- (vii)