

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2001-08-03** | Period of Report: **2001-07-31**  
SEC Accession No. **0000950136-01-501052**

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### SUBJECT COMPANY

#### **HMG WORLDWIDE CORP**

CIK: **756680** | IRS No.: **133402432** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **000-13121** | Film No.: **01696762**  
SIC: **7389** Business services, nec

Mailing Address  
475 TENTH AVE  
475 TENTH AVE  
NEW YORK NY 10018

Business Address  
475 TENTH AVE 12TH FLOOR  
NEW YORK NY 10018  
2127362300

### REPORTING OWNER

#### **WAHL MICHAEL**

CIK: **1141916**  
Type: **4**

Mailing Address  
HMG WORLDWIDE CORP  
475 TENTH AVE  
NEW YORK NY 10018

Business Address  
HMG WORLDWIDE CORP  
475 TENTH AVE  
NEW YORK NY 10018  
2127362300

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

OMB APPROVAL	
OMB Number:	3235-0287
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person\*

Wahl Michael  
-----  
(Last) (First) (Middle)

c/o HMG Worldwide Corporation  
475 Tenth Avenue  
-----

(Street)

New York New York 10018  
-----  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

HMG Worldwide Corporation (HMG)

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

July 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

[X] Director [X] 10% Owner  
[X] Officer (give title below) [ ] Other (specify below)

Chairman of the Board  
-----

7. Individual or Joint/Group Filing (Check Applicable Line)

[X] Form filed by One Reporting Person  
[ ] Form filed by More than One Reporting Person

<TABLE>  
<CAPTION>

TABLE I--NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code V	Amount	(A) or (D)			
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock	07/11/01	P		10,000	A	\$0.675	720,156	D

<CAPTION>

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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	
				Code V	(A) (D)
<S>	<C>	<C>	<C>	<C>	<C>

<CAPTION>

6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Ownership (Instr. 4)
<S>	<C>	<C>	<C>	<C>	<C>

</TABLE>

Explanation of Responses:

/s/ Michael Wahl

August 3, 2001

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\*\* Signature of Reporting Person

-----  
Date

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\*\* Intentional misstatements or omissions of facts constitute Federal Criminal  
Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).