

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13D/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities [amend]

Filing Date: **1998-07-22**  
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### SUBJECT COMPANY

#### **VERTEX COMMUNICATIONS CORP /TX/**

CIK: **780416** | IRS No.: **751982974** | State of Incorpor.: **TX** | Fiscal Year End: **0930**  
Type: **SC 13D/A** | Act: **34** | File No.: **005-38309** | Film No.: **98669417**  
SIC: **3663** Radio & tv broadcasting & communications equipment

Business Address  
2600 N LONGVIEW ST  
PO BOX 1277  
KILGORE TX 75662  
9039840555

### FILED BY

#### **TONISSON HELDUR**

CIK: **1041289**  
Type: **SC 13D/A**

Mailing Address  
OBERE REBHALDE 27  
CH-6340 BAAR  
BAAR V8

Business Address  
OBERE REBHALDE 27  
CH-6340 BAAR SWITZERLAND  
BAAR

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934\*

VERTEX COMMUNICATIONS CORPORATION  
(NAME OF ISSUER)

COMMON STOCK, \$.10 PAR VALUE PER SHARE  
(TITLE OF CLASS OF SECURITIES)

925320 10 3  
(CUSIP NUMBER)

JAMES D. CARTER  
VERTEX COMMUNICATIONS CORPORATION  
2600 NORTH LONGVIEW STREET  
P.O. BOX 1277  
KILGORE, TEXAS 75663  
(903) 984-0555

(NAME, ADDRESS AND TELEPHONE NUMBER OF PERSON  
AUTHORIZED TO RECEIVE NOTICES AND COMMUNICATIONS)

JULY 8, 1998  
(DATE OF EVENT WHICH REQUIRES FILING  
OF THIS STATEMENT)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box. [ ]

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

\*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 disclosures provided in a prior cover page.

The information required on 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. 925320 10 3 SCHEDULE 13D/A

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 (1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above  
 Persons

HELDUR TONISSON

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(2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [ ]

(b) [ ]

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(3) SEC Use Only

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(4) Source of Funds (See Instructions)  
 Not Applicable

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(5) Check Box if Disclosure of Legal Proceedings is Required Pursuant to Items  
 2(d) or 2(e) [ ]

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(6) Citizenship or Place of Organization MR. TONISSON IS A STATELESS  
 PERSON WITH RESIDENCE IN SWITZERLAND.

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Number of Shares	(7) Sole Voting Power	68,182
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Beneficially Owned By	(8) Shared Voting Power	68,182
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Each Reporting	(9) Sole Dispositive Power	68,182
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Person With	(10) Shared Dispositive Power	68,182
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(11) Aggregate Amount Beneficially Owned by Each Reporting Person 68,182  
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(12) Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares  
(See Instructions) [ ]  
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(13) Percent of Class Represented by Amount in Row (11) 1.3%  
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(14) Type of Reporting Person (See Instructions) IN  
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ITEM 1. SECURITY AND ISSUER

The class of equity securities to which this statement relates is common stock, \$.10 par value per share (the "Common Stock") of Vertex Communications Corporation, a Texas corporation (the "Issuer"). The address of the principal executive office of the Issuer is 2600 North Longview Street, P.O. Box 1277, Kilgore, Texas 75663.

ITEM 2. IDENTITY AND BACKGROUND

Item 2(a)  
Heldur Tonisson

Item 2(b)  
Obere Rebhalde 27  
CH-6340 Baar  
Switzerland

Item 2(c)  
Mr. Tonisson is a businessman.

Item 2(d)  
During the past five years, Mr. Tonisson has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

Item 2(e)

During the last five years, Mr. Tonisson was not a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was not or is not subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Item 2(f)

Mr. Tonisson is a stateless person with residence in Switzerland.

### ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

Mr. Tonisson obtained the shares of Common Stock of the Issuer when TIW Systems, Inc. ("TIW Systems") was merged with and into a wholly-owned subsidiary of the Issuer.

### ITEM 4. PURPOSE OF TRANSACTION

Mr. Tonisson acquired his shares of Common Stock pursuant to the acquisition of TIW Systems by the Issuer. Former TIW Systems shareholders received approximately 0.1031461 shares of Common Stock, \$0.10 par value, of the Issuer, plus approximately \$1.41743 in cash, in exchange for each share of TIW Systems. Mr. Tonisson has no present intention of purchasing or selling any shares of Common Stock at any time in open market transactions, privately negotiated transactions, or otherwise. Mr.

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Tonisson has no present plans or proposals that related to or would result in any of the actions specified in clauses (a) through (j) of Item 4 of Schedule 13D.

### ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Item 5(a)

Mr. Tonisson beneficially owns 68,182 shares of Common Stock. The number of shares of Common Stock believed to be issued and outstanding as of April 13, 1998 for purposes of this Schedule 13D is 5,104,138 shares. Therefore, Mr. Tonisson is deemed to beneficially own 1.3 percent of the issued and outstanding shares of Common Stock.

Item 5(b)

Mr. Tonisson has sole voting and dispositive power of these 68,182 shares.

Item 5(c)

Except as otherwise described below, Mr. Tonisson has not effected any transaction in the Common Stock of the Issuer during the time period commencing 60 days preceding the date of the event that required the filing of this Schedule 13D through the date hereof. On July 8, 1998, Mr. Tonisson sold

192,884 shares of Common Stock of the Issuer.

Item 5(d)

No person other than Mr. Tonisson has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, Common Stock of the Issuer with respect to which this filing is made.

Item 5(e)

July 8, 1998.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS  
WITH TO SECURITIES OF THE ISSUER

There are no contracts, arrangements, understandings or relationships (legal or otherwise) between Mr. Tonisson and any other person with respect to the shares of Common Stock deemed to be beneficially owned by Mr. Tonisson.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Not applicable.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

July 9, 1998

/s/ Heldur Tonisson

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Heldur Tonisson

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