

FORM 4

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

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Syllantavos George		2. Issuer Name and Ticker or Trading Symbol Phunware, Inc. [PHUN]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	
(Last) (First) (Middle) C/O PHUNWARE, INC., 7800 SHOAL CREEK BLVD, SUITE 230-S		3. Date of Earliest Transaction (Month/Day/Year) 12/26/2018			
(Street) AUSTIN, TX 78757		4. If Amendment, Date Original Filed(Month/Day/Year) 12/28/2018		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (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 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				
Warrants to Purchase Common Stock	\$ 11.5	12/26/2018		J		1,992,622	(1)	01/25/2019	12/26/2023	(1)	Common Stock	\$ 0.50	3,539,470	I (2)	See Footnote (2)
Warrants to Purchase Common Stock	\$ 11.5	12/26/2018		J		352,473	(4)	01/25/2019	12/26/2023	(4)	Common Stock	\$ 0.50	3,186,997	I (2)	See Footnote (2)
Warrants to Purchase Common Stock	\$ 11.5	12/26/2018		J		190,147	(5)	01/25/2019	12/26/2023	(5)	Common Stock	\$ 0.50	2,996,850	I (2)	See Footnote (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Syllantavos George C/O PHUNWARE, INC. 7800 SHOAL CREEK BLVD, SUITE 230-S AUSTIN, TX 78757	X	X		

Signatures

/s/ Matt Aune, Attorney-in-Fact	02/13/2019
<small>*Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

* 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).

- (1) The number of derivative securities (and underlying securities) acquired on December 26, 2018 and listed on the Form 4 filed for the Reporting Person on December 28, 2018 was incorrectly listed as 3,985,244 shares and provided an expiration date of 8/23/2021 as a result of a typographical error.
- (2) George Syllantavos is the sole officer and director of Magellan Investments Corp. and Firmus Investments, Inc. (the "Sponsors") and accordingly is deemed the beneficial owner of the shares held by these organizations and has sole voting and dispositive control over such securities.
- (3) The number of shares underlying the warrants was previously listed on the Form 4 filed for the Reporting Person on December 28, 2018, as 5,532,092 shares as a result of typographical error.
- (4) The Reporting Person transferred 352,473 warrants to purchase common stock to Prokopios (Akis) Tsirigakis.
- (5) To facilitate the business combination (the "Business Combination") between Phunware, Inc. (formerly Stellar Acquisition III Inc.) and Phunware OpCo, Inc. (formerly Phunware, Inc.) consummated on December 26, 2018, the Sponsors agreed to assign 190,149 of the warrants it previously held to certain service providers.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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