

FORM 4

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

| OMB APPROVAL | |
|--|-----------|
| OMB Number: | 3235-0287 |
| Estimated average burden hours per response... | 0.5 |

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 * PERNEAU LINDA | | | 2. Issuer Name and Ticker or Trading Symbol VOLT INFORMATION SCIENCES, INC. [VOLT] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 04/22/2022 | | | | | |
| C/O VOLT INFORMATION SCIENCES, INC., 2401 N. GLASSELL ST. | | | | | | | | |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 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 | | |
| ORANGE, CA 92865 | | | | | | | | |
| (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 | | | |
| Common Stock | 04/22/2022 | | U | | 402,365 | D | (1) | 0 | D | |

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

SEC 1474 (9-02)
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.

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 | | | | |
| Performance Unit | \$ 0 (2) | 04/25/2022 | | A | | 29,055 | | (3) | (3) | Common Stock | 29,055.00 | \$ 0 | 0 | D | |
| Performance Unit | \$ 0 (4) | 04/25/2022 | | D | | 29,055 | | (4) | (4) | Common Stock | 29,055.00 | \$ 0 | 0 | D | |
| Performance Unit | \$ 0 (2) | 04/25/2022 | | A | | 250,597 | | (5) | (5) | Common Stock | 250,597.00 | \$ 0 | 0 | D | |
| Performance Unit | \$ 0 (4) | 04/25/2022 | | D | | 250,597 | | (4) | (4) | Common Stock | 250,597.00 | \$ 0 | 0 | D | |
| Restricted Stock Unit | \$ 0 (6) | 04/25/2022 | | D | | 501,085 | | (6) | (6) | Common Stock | 501,085.00 | \$ 0 | 0 | D | |
| Stock Option (right to buy) | \$ 4.10 (7) | 04/25/2022 | | D | | 133,181 | | (7) | 03/01/2028 | Common Stock | 133,181.00 | \$ 1.9 | 0 | D | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PERNEAU LINDA C/O VOLT INFORMATION SCIENCES, INC. 2401 N. GLASSELL ST. ORANGE, CA 92865 | X | | President and CEO | |

Signatures

| | | |
|---|--|------------|
| /s/ Nancy T. Avedissian, Attorney-in-Fact | | 04/26/2022 |
| **Signature of Reporting Person | | Date |

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).

- Disposed of pursuant to the Agreement and Plan of Merger, dated as of March 12, 2022 (the "Merger Agreement"), by and among Vega Consulting, Inc., a Delaware corporation ("Parent"), Vega MergerCo, Inc., a New York corporation and wholly owned subsidiary of Parent, and Volt Information Sciences, Inc., a New York corporation (the "Company"), in exchange for \$6.00 per share upon the consummation of the transactions contemplated by the Merger Agreement (the "Merger") or in the related preceding tender offer (the "Tender Offer") at the same price. The Tender Offer expired on April 22, 2022, and the Merger closed on April 25, 2022.
- (2) Performance units convert into common stock on a one-for-one basis.
- On June 14, 2019, the reporting person was granted 149,769 performance stock units. The performance units were eligible to vest 1/3 in each of the three years following the grant date based on the
- (3) Company's achievement of certain financial performance goals measured over the applicable fiscal year performance period. At the maximum level of achievement, up to 150% of the units granted were eligible to vest.
- (4) Upon consummation of the Merger, these performance units were deemed to be earned and each was cancelled in exchange for a cash payment equal to \$6.00.
- On June 15, 2021, the reporting person was granted 214,797 performance stock units. The performance units were eligible to vest 1/3 in each of the three years following the grant date based on the
- (5) Company's achievement of certain financial performance goals measured over the applicable fiscal year performance period. At the maximum level of achievement, up to 150% of the units granted were eligible to vest.
- (6) Upon consummation of the Merger, each time-based restricted stock unit was cancelled in exchange for a cash payment equal to \$6.00.
- (7) Upon consummation of the Merger, each such option was cancelled in exchange for a cash payment equal to the difference between \$6.00 and the exercise price of the option.

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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