

HAUCK PAUL A
Form 4
August 15, 2017

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HAUCK PAUL A

2. Issuer Name and Ticker or Trading Symbol
LIQUIDMETAL TECHNOLOGIES INC [LQMT]

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

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP-Worldwide Sales & Marketing

LIQUIDMETAL TECHNOLOGIES, INC., 30452 ESPERANZA

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

RANCHO SANTA MARGARITA, CA 92688

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 08/11/2017 | | M | | 1,000,000 | A | \$ 0.14 |
| Common Stock | 08/11/2017 | | M | | 566,667 | A | \$ 0.07 |
| Common Stock | 08/11/2017 | | S | | 450,000 | D | \$ 0.3 (4) |
| Common Stock | 08/14/2017 | | S | | 971,177 | D | \$ 0.31 (5) |

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Common Stock 08/15/2017 S 140,490 D 0.31 5,000 D
 \$
(6)

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

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. SEC 1474 (9-02)

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Stock Option | \$ 0.14 | 08/11/2017 | | M | 1,000,000 | <u>(1)</u> | 03/03/2025 | Common Stock | 1,000,000 |
| Stock Option | \$ 0.07 | 08/11/2017 | | M | 566,667 | <u>(2)</u> | 02/27/2026 | Common Stock | 566,667 |
| Stock Option | \$ 0.27 | | | | | <u>(3)</u> | 02/17/2024 | Common Stock | 2,282,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HAUCK PAUL A
 LIQUIDMETAL TECHNOLOGIES, INC.
 30452 ESPERANZA
 RANCHO SANTA MARGARITA, CA 92688

VP-Worldwide Sales & Marketing

Signatures

/s/ Curt P. Creely, as Attorney-in-Fact for Paul A. Hauck

08/15/2017

**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).

(1)

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The option, representing a right to purchase a total of 2,000,000 shares, became exercisable on the first year anniversary of the date of grant, with 20% vesting on such first anniversary. Thereafter, the shares shall vest monthly over 4 years, in equal monthly installments, with the option being 100% vested on the fifth anniversary of such first anniversary.

- (2) The option, representing a right to purchase a total of 2,000,000 shares, became exercisable on the first year anniversary of the date of grant, with 20% vesting on such first anniversary. Thereafter, the shares shall vest monthly over 4 years, in equal monthly amounts, with the option being 100% vested on the fifth anniversary of such first anniversary.

- (3) Shares commence vesting on the on the first year anniversary of the date of grant, with 20% vesting on such first anniversary. Thereafter, the shares shall vest monthly over 4 years, in equal monthly amounts, with the option being 100% vested on the fifth anniversary of such first anniversary.

- (4) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$0.30 to \$0.305, inclusive. The Reporting Person undertakes to provide Liquidmetal Technologies Inc. ("the Company"), any security holder of the Company, or the staff of the Securities & Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.

- (5) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$0.305 to \$0.316, inclusive. The Reporting Person undertakes to provide the Company, any security holder of the Company, or the staff of the Securities & Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.

- (6) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$0.30 to \$0.315, inclusive. The Reporting Person undertakes to provide the Company, any security holder of the Company, or the staff of the Securities & Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.

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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