

GUIDED THERAPEUTICS INC  
Form 4  
December 05, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Imhoff John E

2. Issuer Name and Ticker or Trading Symbol  
GUIDED THERAPEUTICS INC [GTHP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3215 SHRINE ROAD, SUITE 6  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/13/2013

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

BRUNSWICK, GA 31520

(City) (State) (Zip)

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

**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)
Common Stock	11/27/2013		M	V	Amount 1,466,420 Price \$ 0.4	A	9,264,789 D

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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
Warrants	\$ 0.65	11/13/2013		D	1,446,420	<u>(1)</u>	03/01/2014	Common Stock	1,466,420
Warrants	\$ 0.4	11/13/2013		A	1,466,420	<u>(3)</u>	11/27/2013	Common Stock	1,466,420
Warrants	\$ 0.4	11/27/2013		M	1,466,420	<u>(3)</u>	11/27/2013	Common Stock	1,466,420

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Imhoff John E 3215 SHRINE ROAD SUITE 6 BRUNSWICK, GA 31520	X	X		

## Signatures

/s/ Mark L. Faupel, Attorney  
In Fact

12/05/2013

\*\*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) The warrants were immediately exercisable upon issuance on July 6, 2012.

(2) On November 13, the issuer canceled, pursuant to the issuer's 2013 warrant exchange program, warrants exercisable for 1,466,420 shares of the issuer's common stock with an exercise price of \$0.65 per share, issued to the reporting person on July 6, 2012. In exchange, the reporting person received new warrants exercisable for 1,466,420 shares of the issuer's common stock, with an exercise price of \$0.40 per share and an expiration date of November 27, 2013.

(3) The warrants were immediately exercisable upon issuance on November 13, 2013.

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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