

LIQUIDMETAL TECHNOLOGIES INC
 Form 4
 November 03, 2016

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 *
 Lugee Li Yeung Tak

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)
 05/04/2016

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

ROOM 906, TAI TUNG BUILDING, 8 FLEMING ROAD

(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

WANCHAI, K3 999077

(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, \$0.001 par value per share	10/26/2016		A		100,000,000	A	\$ 0.25
					205,000,000	I	
Common Stock, \$0.001 par value per share	10/26/2016		A		200,000,000	A	\$ 0.15
					405,000,000	I	
					1,360,150	D	

By Liquidmetal Technology Limited ⁽¹⁾

By Liquidmetal Technology Limited ⁽¹⁾

Common
Stock,
\$0.001
par value
per share

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

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(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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Stock Option (right-to-buy)	\$ 0.13	05/04/2016		A	700,000	(2) 05/04/2026	Common Stock Par Value \$0.001		
Common Stock Purchase Warrant	\$ 0.07					03/10/2016 03/10/2026	Common Stock Par Value \$0.001		10

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lugee Li Yeung Tak ROOM 906, TAI TUNG BUILDING 8 FLEMING ROAD WANCHAI, K3 999077	X	X		

Signatures

/s/ Stephen M. Fleming, as Attorney-in-Fact for Yeung Tak Lugee Li 11/03/2016

**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) Liquidmetal Technology Limited, a Hong Kong corporation, holds such shares of common stock. Mr. Li is the sole shareholder, executive officer and director of Liquidmetal Technology Limited.

Represents an option granted under the Company's 2015 Equity Incentive Plan. The shares covered by the option will vest 20% on the first year anniversary date from the date of grant. Thereafter, the shares covered by the option will vest monthly over 4 years with the option being 100% vested on the fifth anniversary of the date of grant.

(3) Liquidmetal Technology Limited holds such common stock purchase warrant. Mr. Li is the sole shareholder, executive officer and director of Liquidmetal Technology Limited.

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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