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LIQUIDMETAL TECHNOLOGIES INC

Form 4/A March 21, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

Mahamedi Abdi

LIQUIDMETAL TECHNOLOGIES

(Check all applicable)

INC [LQMT]

(Last) (First) (Middle)

(Street)

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

_X__ Director 10% Owner Other (specify Officer (give title

6. Individual or Joint/Group Filing(Check

LIQUIDMETAL TECHNOLOGIES, 02/05/2013

INC., 30452 ESPERANZA

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

Applicable Line) 03/14/2013

X Form filed by One Reporting Person Form filed by More than One Reporting

RANCHO SANTA MARGARITA, CA 92688

(City)	(State)	(Zip) Tab	le I - Non-	Derivative Sec	curitie	s Acqui	red, Disposed of,	or Beneficial	ly 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 Approximately 1. Securities Approximately 1. Securities 2.	of (D)	red (A)	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	02/28/2013		<u>J(1)</u>	565,344	A	\$ 0.1	12,503,812	I (2)	See Footnote (4)
Common Stock	02/28/2013		J(3)	3,105,096	A	\$ 0.22	15,608,908	I (2)	See Footnote

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

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displays a currently valid OMB control number.

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Da	ate	Amou	int of	Derivative	Ι
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	S
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	E
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						F
	•				(A) or						F
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration Date	of			
						Exercisable			Number		
				C 1 1	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Mahamedi Abdi LIQUIDMETAL TECHNOLOGIES, INC. 30452 ESPERANZA RANCHO SANTA MARGARITA, CA 92688

X

Signatures

/s/ Abdi Mahamedi 03/21/2014

**Signature of Date
Reporting Person

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) On February 28, 2013, the reporting person converted 10,000 shares of Series A-1 Preferred Stock in accordance with the terms described in the Amended and Restated Certificate of Designations, Preferences and Rights of Series A Preferred Stock of the issuer.
- (2) The original Form 4 erroneously reported that these shares are directly owned by the reporting person. This amendment is being filed to reflect that these shares should be reported as being indirectly owned, as further described in Footnote 4 below.
- (3) On February 28, 2013, the reporting person converted 116,215 shares of Series A-2 Preferred Stock in accordance with the terms described in the Amended and Restated Certificate of Designations, Preferences and Rights of Series A Preferred Stock of the issuer.
- Shares indirectly held in the name of Carlyle Holdings, LLC. The reporting person disclaims beneficial ownership of these securities, and (4) this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of the reporting person's pecuniary interest in such securities.

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

Reporting Owners 2

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