

LIQUIDMETAL TECHNOLOGIES INC

Form 4

February 22, 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 *
 ANDERSON ROBERT HOWARD

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)

1155 VIA DEL REY

(Street)

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

01/27/2015

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

GOLETA, CA 93117

(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)
			Code	V	Amount	(A) or (D)	Price

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)**

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Options to Purchase Common Stock	\$ 0.29								(1)	02/05/2024	Common Stock	140,000
Stock Option	\$ 0.14	01/27/2015		A			400,000		(2)	01/27/2025	Common Stock	400,000
Stock Option	\$ 0.07	02/17/2016		A			400,000		(3)	02/17/2026	Common Stock	400,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDERSON ROBERT HOWARD 1155 VIA DEL REY GOLETA, CA 93117			X	

Signatures

/s/ Curt P. Creely, as Attorney-in-Fact for Robert
Howard-Anderson

02/22/2016

__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).

The shares reported in column 7 will vest over a 5-year period on the following schedule: the shares vest 20% on the first anniversary of
(1) the date of grant; with the remaining 80% vesting at 1.666% per consecutive calendar month thereafter through and including the fifth anniversary of the date of grant.

(2) The shares covered by the Option shall vest 20% on the first year anniversary date from the date of grant. Thereafter, the shares covered by the Option shall vest monthly over 4 years with the Option being 100% vested on the fifth anniversary of the date of grant.

The shares covered by the Option shall vest 20% on the first year anniversary date from the date of grant. Thereafter, the shares covered
(3) by the Option shall vest monthly over 4 years with the Option being 100% vested on the fifth anniversary of the date of grant. Form 4 for option grant was inadvertently not timely filed, but grant was reported on Form 8-K filed by issuer on February 9, 2015.

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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