

LIQUIDMETAL TECHNOLOGIES INC
 Form 4
 November 30, 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 *
 Chung Tony

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Financial Officer

(Last) (First) (Middle)

LIQUIDMETAL TECHNOLOGIES, INC., 30452 ESPERANZA

3. Date of Earliest Transaction (Month/Day/Year)
 11/28/2016

(Street)
 RANCHO SANTA MARGARITA, CA 92688

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

(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 Beneficial Ownership (Instr. 4)
Common Stock	11/28/2016		P	47,563 A	\$ 0.1657 2,003,112	D	
Common Stock	11/29/2016		P	23,191 A	\$ 0.1691 2,026,303	D	
Common Stock	11/30/2016		P	517,518 A	\$ 0.1795 2,543,821	D	

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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 Securities (Instr. 3 and 4)	8. I. Der. Sec. (Instr. 3)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 0.124					<u>(4)</u>		07/11/2020		Common Stock	100,000
Stock Option	\$ 0.08					<u>(5)</u>		02/06/2023		Common Stock	781,200
Stock Option	\$ 0.29					<u>(6)</u>		02/05/2024		Common Stock	976,500
Stock Option	\$ 0.14					<u>(7)</u>		01/27/2025		Common Stock	1,500,000
Stock Option	\$ 0.07					<u>(8)</u>		02/17/2026		Common Stock	1,500,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chung Tony LIQUIDMETAL TECHNOLOGIES, INC. 30452 ESPERANZA RANCHO SANTA MARGARITA, CA 92688			Chief Financial Officer	

Signatures

/s/ Curt P. Creely as Attorney-in-Fact for Tony Chung

11/30/2016

**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) The price in Column 4 is a weighted average price. The prices actually paid ranged from \$0.164 to \$0.167. The reporting person has provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares purchased at each price within the range for all transactions reported in this Form 4 utilizing a weighted average price.

(2) The price in Column 4 is a weighted average price. The prices actually paid ranged from \$0.166 to \$0.17. The reporting person has provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares purchased at each price within the range for all transactions reported in this Form 4 utilizing a weighted average price.

(3) The price in Column 4 is a weighted average price. The prices actually paid ranged from \$0.175 to \$0.18. The reporting person has provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares purchased at each price within the range for all transactions reported in this Form 4 utilizing a weighted average price.

(4) The shares covered by the Option vest in five equal annual installments of 20% beginning one year from the date of grant.

(5) The shares covered by the Option vest over a 5-year period on the following schedule: the shares vest 20% on the first anniversary 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.

(6) The shares covered by the Option will vest over a 5-year period on the following schedule: the shares vest 20% on the first anniversary of 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.

(7) 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. 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.

(8) 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.

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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