CHITAYAT JACK

Form 5

February 14, 2011

FORM 5

OMB APPROVAL

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

OMB 3235-0362 Number:

Check this box if no longer subject to Section 16. Form 4 or Form

January 31, Expires: 2005

1.0

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per

5 obligations may continue. See Instruction response...

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer **CHITAYAT JACK** Symbol LIQUIDMETAL TECHNOLOGIES (Check all applicable) INC [LQMT] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X__ 10% Owner Officer (give title _ Other (specify (Month/Day/Year) below) below) 11/18/2010

1836 EL CAMINO DEL TEATRO

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting

Filed(Month/Day/Year)

(check applicable line)

LA JOLLA, Â CAÂ 92037

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

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction	Acquired	(A) or		Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed	of (D)		Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	4 and 5	i)	Owned at end	Indirect (I)	Ownership
					(4)		of Issuer's	(Instr. 4)	(Instr. 4)
					(A)		Fiscal Year		
					or		(Instr. 3 and 4)		
				A magazant	(D)	Daiga	(Institution and I)		

Amount (D) Price

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SEC 2270 (9-02)

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. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr 3)	Price of		(Month/Day/Year)	(Instr 8)	Acquired (A)		

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	Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)						
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Warrant (right to buy)	\$ 0.49	12/31/2010	Â	<u>J(1)</u>	Â	6	05/02/2009	07/15/2015	Common Stock	6
Warrant (right to buy)	\$ 0.49	11/18/2010	Â	J <u>(2)</u>	92	Â	05/02/2009	07/15/2015	Common Stock	92
Warrant (right to buy)	\$ 0.49	12/31/2010	Â	J <u>(3)</u>	49,316	Â	05/02/2009	07/15/2015	Common Stock	49,31

Reporting Owners

Reporting Owner Name / Address	Relationships						
F-	Director	10% Owner	Officer	Other			
CHITAYAT JACK 1836 EL CAMINO DEL TEATRO LA JOLLA, CA 92037	Â	ÂX	Â	Â			

Signatures

/s/ Jack Chitayat 02/08/2011

**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) Change in number of warrants resulted from a change in percentage of ownership in Carlyle Liquid Holdings, LLC, which is a holder of Liquidmetal Technologies Series A-1 Preferred Stock.
- (2) Change in number of warrants resulted from a change in percentage of ownership in Carlyle Liquid , LLC, which is a holder of Liquidmetal Technologies Series A-2 Preferred Stock.
- (3) Warrants received from Carlyle Liquid Holdings, LLC.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2