

LIQUIDMETAL TECHNOLOGIES INC
 Form 4
 March 20, 2014

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)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Financial Officer

LIQUIDMETAL TECHNOLOGIES, INC., 30452 ESPERANZA

(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

RANCHO SANTA MARGARITA, CA 92688

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 03/18/2014 | | S | | 70,566 | D | \$ 0.2866 (1) |
| Common Stock | 03/19/2014 | | S | | 494,778 | D | \$ 0.277 (2) |
| Common Stock | 03/20/2014 | | M | | 200,000 | A | \$ 0.086 |
| Common Stock | 03/20/2014 | | M | | 150,000 | A | \$ 0.124 |

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Common Stock 03/20/2014 M 195,300 A \$ 0.08 1,870,299 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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 (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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Number of Shares |
| Options to Purchase Common Stock | \$ 0.086 | 03/20/2014 | | M | 200,000 | ⁽³⁾ 12/01/2019 | Common Stock 200,000 |
| Options to Purchase Common Stock | \$ 0.124 | 03/20/2014 | | M | 150,000 | ⁽³⁾ 07/11/2020 | Common Stock 150,000 |
| Options to Purchase Common Stock | \$ 0.08 | 03/20/2014 | | M | 195,300 | ⁽⁴⁾ 02/06/2023 | Common Stock 195,300 |

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/ Tony Chung

03/20/2014

**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 reported in column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.275 to \$0.30, inclusive. The reporting person undertakes to provide to Liquidmetal Technologies, Inc., any security holder of Liquidmetal Technologies, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth herein.

The price reported in column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.275 to \$0.28, inclusive. The reporting person undertakes to provide to Liquidmetal Technologies, Inc., any security holder of Liquidmetal Technologies, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth herein.
 - (2) Options were granted pursuant to the 2002 Equity Incentive Plan and vest in five equal annual installments of 20% beginning one year from the date of grant.
 - (3) Options 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.

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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