

LIQUIDMETAL TECHNOLOGIES INC

Form 4

November 15, 2004

FORM 4

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

OMB APPROVAL

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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 *

KANG JOHN H

(Last) (First) (Middle)

25800 COMMERCENTRE DR., SUITE 100

(Street)

LAKE FOREST, CA 92630

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

LIQUIDMETAL TECHNOLOGIES INC [LQMT]

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

02/26/2002

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

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 or Price | | |
| Common Stock | 02/26/2002 ⁽¹⁾ | | S ⁽¹⁾ | | 285,715 ⁽¹⁾ | D | |
| Common Stock | 08/06/2002 | | P | | \$ 4.3078 10,000 | I | By Trustee |
| Common Stock | 08/06/2002 | | P | | \$ 4.2965 20,000 | I | By Trustee |
| Common Stock | 08/06/2002 | | P | | \$ 3.9912 30,000 | I | By Trustee |
| Common Stock | 08/06/2002 | | P | | \$ 4 40,000 | I | By Trustee |

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| | | | | | | | | |
|--------------|------------|------------------|----------------------|---|------------|-----------|---|-------------------|
| Common Stock | 08/07/2002 | P | 600 | A | \$ 3.92 | 40,600 | I | By Trustee |
| Common Stock | 08/07/2002 | P | 1,000 | A | \$ 3.95 | 41,600 | I | By Trustee |
| Common Stock | 08/07/2002 | P | 1,300 | A | \$ 3.96 | 42,900 | I | By Trustee |
| Common Stock | 08/07/2002 | P | 1,400 | A | \$ 3.97 | 44,300 | I | By Trustee |
| Common Stock | 08/07/2002 | P | 3,200 | A | \$ 3.98 | 47,500 | I | By Trustee |
| Common Stock | 08/07/2002 | P | 1,800 | A | \$ 3.99 | 49,300 | I | By Trustee |
| Common Stock | 08/07/2002 | P | 10,700 | A | \$ 3.9901 | 60,000 | I | By Trustee |
| Common Stock | 08/08/2002 | P | 10,800 | A | \$ 4.12 | 70,800 | I | By Trustee |
| Common Stock | 08/08/2002 | P | 12,200 | A | \$ 4.25 | 83,000 | I | By Trustee |
| Common Stock | 08/08/2002 | P | 17,500 | A | \$ 4.9 | 100,500 | I | By Trustee |
| Common Stock | 08/08/2002 | P | 7,500 | A | \$ 4.987 | 108,000 | I | By Trustee |
| Common Stock | 08/08/2002 | P | 5,000 | A | \$ 4.92 | 113,000 | I | By Trustee |
| Common Stock | 08/24/2002 | J ⁽³⁾ | 31,856 | D | <u>(3)</u> | 0 | I | By Trustee |
| Common Stock | 11/06/2002 | J ⁽²⁾ | 81,144 | D | <u>(2)</u> | 0 | I | By Trustee |
| Common Stock | 01/07/2004 | G | 7,700 | D | \$ 0 | 3,733,865 | D | |
| Common Stock | 01/07/2004 | G ⁽⁴⁾ | 7,700 ⁽⁴⁾ | A | \$ 0 | 24,700 | I | By minor children |

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.

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(9-02)

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

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| 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KANG JOHN H 25800 COMMERCENTRE DR. SUITE 100 LAKE FOREST, CA 92630 | X | X | President and CEO | |

Signatures

/s/ John H. Kang 11/15/2004

__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) This transaction occurred prior to the registrant's initial public offering in May 2002 and also prior to the registrant's 3.1-to-1 reverse stock split in April 2002.
- (2) This disposition was made in satisfaction of a personal obligation arising out of the private sale of common stock made on February 26, 2002.
- (3) This disposition was made in satisfaction of a personal loan.
- (4) Represents shares gifted to reporting person's minor children by the reporting person himself.

Remarks:

Except for the January 2004 gift transactions, the transactions reflected in this Form 4 occurred in 2002 and are therefore being reported on a late basis.

Note: File three copies of this Form, one of which must be manually signed. If space 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.