

Edgar Filing: LIQUIDMETAL TECHNOLOGIES - Form 5

LIQUIDMETAL TECHNOLOGIES

Form 5

February 14, 2003

OMB APPROVAL

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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported
Form 4 Transactions Reported

1. Name and Address of Reporting Person\*

Kang John H.
(Last) (First) (Middle)

100 N. Tampa Street, Suite 3150

(Street)

Tampa FL 33602

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Liquidmetal Technologies (LQMT)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

December 31, 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

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

President and Chief Executive Officer

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7. 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.<br>Title of Security<br>(Instr. 3)    | 2.<br>Transaction<br>Date<br>(mm/dd/yy) | 2A.<br>Deemed<br>Execu-<br>tion<br>Date,<br>if any<br>(Month/<br>Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | (A)<br>or<br>(D) | Price |
|--|---|--|---|--|------------------|-------|
| Liquidmetal Technologies<br>Common Stock | 12/19/02                                |  | J(1)                                    | 1,835,496(1)   | A                |       |
| Liquidmetal Technologies<br>Common Stock | 12/19/02                                |  | J(1)                                    | 398,366(1)   | A                |       |
| Liquidmetal Technologies<br>Common Stock | 12/19/02                                |  | J(1)                                    | 717,059(1)   | A                |       |

\* If the form is filed by more than one Reporting Person, see Instruction 4(b)(v).

(1) Reflects change in form of beneficial ownership of 2,950,921 shares as a result of pro rata distribution by ATI Holdings, LLC and Cook Street, LLC. These shares have been previously reported as beneficially owned by the reporting person, and therefore these transactions do not represent an increase in the number of shares beneficially owned.

(2) Some of these shares were temporarily held by a trust for the benefit of the reporting person during the period between December 31, 2002 and January 31, 2003, but such shares were automatically distributed back to the reporting person on January 31, 2003 pursuant to the terms of the trust document.

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

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(Over)

(Form 3/99)

FORM 5 (continued)

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

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| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A.<br>Ex-<br>Deemed<br>Date,<br>if any<br>(Month/<br>Day/<br>Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8) | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | 7.<br>Title and Amou<br>of Underlying<br>Securities<br>(Instr. 3 and<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |
|--|---|--|---|---|--|---|---|
|--|---|--|---|---|--|---|---|

|                                 |        |  |  |  |  |                   |  |
|---------------------------------|--------|--|--|--|--|-------------------|--|
| Option to purchase common stock | \$4.65 |  |  |  |  | 12/31/00 12/31/10 | Liquidmetal Technologies Common Stock 1,612, |
|---------------------------------|--------|--|--|--|--|-------------------|--|

|                                 |        |  |  |  |  |                   |  |
|---------------------------------|--------|--|--|--|--|-------------------|--|
| Option to purchase common stock | \$4.65 |  |  |  |  | 02/21/01 12/31/05 | Liquidmetal Technologies Common Stock 322, |
|---------------------------------|--------|--|--|--|--|-------------------|--|

Explanation of Responses:

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/s/ Curt P. Creely  
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CURT P. CREELY AS ATTORNEY IN FACT FOR  
JOHN H. KANG

-----  
February 14, 2003  
-----  
Date

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\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this form, one of which must be manually signed.  
If space provided is insufficient, see Instruction 6 for procedure.