

Edgar Filing: KANG JAMES - Form 5

KANG JAMES
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 James

(Last) (First) (Middle)

25800 Commercentre Drive, Suite 100

(Street)

Lake Forest CA 92630

(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)

Chairman of the Board

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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. Title of Security (Instr. 3) | 2. Transaction Date (mm/dd/yy) | 2A. Deemed Execu- tion Date, if any (Month/ Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (A) or (D) | Price |
|---------------------------------------|---|--|---|--|------------------|-------|
|---------------------------------------|---|--|---|--|------------------|-------|

| | | | | | | |
|--|----------|--|------|--------------|---|--|
| Liquidmetal Technologies Common Stock | 12/19/02 | | J(1) | 3,774,052(1) | A | |
|--|----------|--|------|--------------|---|--|

Liquidmetal Technologies
Common Stock

Liquidmetal Technologies
Common Stock

Liquidmetal Technologies
Common Stock

* 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 3,774,052 shares as a result of pro rata distribution by ATI Holdings, LLC. These shares have previously been reported as beneficially owned by reporting person, and therefore this transaction does not represent an increase in the number of shares beneficially owned.

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

(Over)

(Form 3/99)

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FORM 5 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity | 3. Trans- action Date (Month/ Day/ Year) | 3A. Deemed Ex- ecution Date, if any (Month/ Day/ Year) | 4. Trans- action Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion | 7. Title and Amou of Underlying Securities (Instr. 3 and Amount or Number of Shares |
|--|---|--|--|---|---|--|--|
| Option to purchase common stock | \$6.20 | | | | | 05/21/02 04/30/11 | Liquidmetal Technologies Common Stock 860,21 |
| Option to purchase common stock | \$6.20 | | | | | 05/21/03 04/30/11 | Liquidmetal Technologies Common Stock 860,21 |
| Option to purchase common stock | \$6.20 | | | | | 05/21/04 04/30/11 | Liquidmetal Technologies Common Stock 860,21 |
| Option to purchase common stock | \$2.32500 | | | | | 05/01/98 05/01/08 | Liquidmetal Technologies Common Stock 135,48 |
| Option to purchase common stock | \$2.32500 | | | | | 05/01/02 05/01/12 | Liquidmetal Technologies Common Stock 161,29 |

Explanation of Responses:

/s/ Curt P. Creely

February 14, 2003

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CURT P. CREELY AS ATTORNEY IN FACT FOR
JAMES KANG

Date

** 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.