SEC Form 4

X

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

1. Name and Address <u>Wakefield Gro</u>	s of Reporting Person [°] Dup IV, LLC		2. Issuer Name and Ticker or Trading Symbol Liquidia Technologies Inc [LQDA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner
(Last) 1110 EAST MOR	(First) (Middle) T MOREHEAD STREET		3. Date of Earliest Transaction (Month/Day/Year) 07/30/2018	Officer (give title Other (specify below) below)
(Street) CHARLOTTE	NC	28204	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
(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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common stock	07/30/2018		С		131,497	Α	(1)	136,474	D	
Common stock	07/30/2018		С		58,031	Α	(2)	194,505	D	
Common stock	07/30/2018		С		53,568	Α	(3)	248,073	D	

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. Transa Code (8)		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)			
Series A-1 Preferred Stock	(1)	07/30/2018		с			954,241	(1)	(1)	Common Stock	131,497	\$0	0	D		
Series B Preferred Stock	(2)	07/30/2018		с			410,328	(2)	(2)	Common Stock	58,031	\$0	0	D		
Series D Preferred Stock	(3)	07/30/2018		С			901,423	(3)	(3)	Common Stock	53,568	\$0	0	D		
Warrant to purchase Series D Preferred Stock	\$0.01	07/30/2018		J ⁽⁴⁾			156,751	02/08/2017	12/31/2026	Series D Preferred Stock ⁽³⁾⁽⁴⁾	156,751	(4)	0	D		
Warrant to purchase Common Stock	\$0.01	07/30/2018		J ⁽⁴⁾		9,315		02/08/2017	12/31/2026	Common Stock	9,315	(4)	9,315	D		

Explanation of Responses:

1. The Series A-1 preferred stock had no expiration date and automatically converted into the Issuer's common stock on approximately a 0.1378-for-1 basis immediately prior to the closing of the Issuer's initial public offering.

2. The Series B preferred stock had no expiration date and automatically converted into the Issuer's common stock on approximately a 0.1414-for-1 basis immediately prior to the closing of the Issuer's initial public offering.

3. The Series D preferred stock had no expiration date and automatically converted into the Issuer's common stock on approximately a 0.0594-for-1 basis immediately prior to the closing of the Issuer's initial public offering.

4. Immediately prior to the closing of the Issuer's initial public offering and without payment of further consideration, the Warrants to purchase Series D Preferred Stock automatically became exercisable to purchase the Issuer's common stock. The transaction is listed solely for the purpose of reporting the change of the title and amount of securities underlying the warrant.

WAKEFIELD GROUP IV, LLC /S/ Anna S. Nelson By: Anna S. 08/01/2018 Nelson, Manager

** Signature of Reporting Person Date

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

* 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).

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

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 Number.