SEC Form 5

FORM 5

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

ANNUAL 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

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
CHITAYAT JACK	LIQUIDMETAL TECHNOLOGIES INC [LQMT]	Director **X** 10% Owner Officer (give title below) Other (specify below)
(Last) (First) (Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 11/18/2010	
1836 EL CAMINO DEL TEATRO		
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
LA JOLLA CA 92037		**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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			

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 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) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrant (right to buy)	$0.49	12/31/2010		J(1)		6	05/02/2009	07/15/2015	Common Stock	6	$0.49	1,334,232	I	Held by Carlyle Liquid Holdings, LLC
Warrant (right to buy)	$0.49	11/18/2010		J(2)	92		05/02/2009	07/15/2015	Common Stock	92	$0.49	1,680,977	I	Held by Carlyle Liquid, LLC
Warrant (right to buy)	$0.49	12/31/2010		J(3)	49,316		05/02/2009	07/15/2015	Common Stock	49,316	$0.49	153,483	D	

Explanation of Responses:

1. Change in number of warrants resulted from a change in percentage of ownership in Carlyle Liquid Holdings, LLC, which is a holder of Liquidmetal Technologies Series A-1 Preferred Stock.

2. Change in number of warrants resulted from a change in percentage of ownership in Carlyle Liquid , LLC, which is a holder of Liquidmetal Technologies Series A-2 Preferred Stock.

3. Warrants received from Carlyle Liquid Holdings, LLC.

Remarks:

/s/ Jack Chitayat   02/08/2011

** Signature of Reporting Person   Date