

KESSLER LESLIE
Form 4
January 04, 2011

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KESSLER LESLIE

2. Issuer Name **and** Ticker or Trading
Symbol
PureSafe Water Systems, Inc.
[PSWS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
25 FAIRCHILD AVE., SUITE 250
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2010

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chief Executive Officer

PLAINVIEW, NY 11803

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 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	(A) or (D)	Price
Common Stock	12/31/2010		C		581,308	A	\$ 0.048
Common Stock	01/03/2011		A		90,580	A	\$ 0.138

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

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(9-02)

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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 Underlying Securities (Instr. 3 and 4)
Note	\$ 0.048	12/31/2010		C	581,308	10/21/2009 10/21/2010	COMMON STOCK 581,308

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KESSLER LESLIE 25 FAIRCHILD AVE. SUITE 250 PLAINVIEW, NY 11803	X Chief Executive Officer

Signatures

/s/ Leslie
Kessler 01/04/2011

__Signature of
Reporting Person Date

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) Ms. Leslie Kessler holds (a) warrants expiring 10/14/2010 to purchase 256,410 shares of common stock at an exercise price of \$0.047 per share; (b) warrants expiring 11/17/2013 to purchase 250,000 shares of common stock at an exercise price of \$0.048 per share; (c) warrants expiring 4/17/2014 to purchase 4,000,000 shares of common stock at an exercise price of \$0.041 per share; (d) options expiring 4/17/2014 to purchase 3,000,000 shares of common stock at an exercise price of \$0.041 per share; (e) warrants expiring 10/21/14 to purchase 104,167 shares of common stock at an exercise price of \$0.0576 per share; and (f) warrants expiring 3/8/2015 to purchase 2,000,000 shares of common stock at an exercise price of \$0.052 per share;
- (2) (g) warrants expiring April 7, 2015 for the purchase of 431,034 shares of common stock at an exercise price of \$0.059 per share; and (h) warrants expired October 4, 2015, to purchase 200,000 shares of common stock at an exercise price of \$0.10 per share.
- (3) Ms. Kessler also holds two \$100,000 principal amount promissory notes of the Company, due October 7, 2010, and April 4, 2011, and convertible into 1,694,915 and 1,000,000 shares of common stock, respectively.
- (4) On March 8, 2010, the Board of Directors of the Company cancelled the common stock purchase warrants issued to Ms. Leslie Kessler on March 29, 2007, and expiring March 29, 2010, for the purchase of 2,000,000 shares of common stock at an exercise price of \$0.11 per share and issued to Ms. Kessler warrants expiring March 8, 2015 for the purchase of 2,000,000 shares of common stock at an exercise price of \$0.052 per share.

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

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