

LLC Carlyle Liquid Holdings
 Form 4
 August 26, 2011

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 LLC Carlyle Liquid Holdings

2. Issuer Name and Ticker or Trading Symbol
 LIQUIDMETAL TECHNOLOGIES INC [LQMT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2 GANNETT DRIVE SUITE 201
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/22/2011

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

WHITE PLAINS, NY 10604

(City) (State) (Zip)

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

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)		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 Ownership (Instr. 4)
				(A) or (D)	Amount			
Common Stock	08/22/2011		J ⁽⁴⁾	V	774 ⁽⁴⁾	D \$ 0 0	D	

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

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

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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 Security (Instr. 3 and 4)	Amount of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Shares
Series A-1 Preferred Stock	\$ 0.1	08/22/2011		J ⁽²⁾	325,873	<u>(1)</u>	<u>(1)</u>	Common Stock	16,
Series A-2 Preferred Stock	\$ 0.22	08/22/2011		J ⁽²⁾	579,232	<u>(1)</u>	<u>(1)</u>	Common Stock	13,
Warrant (right to buy)	\$ 0.49	08/22/2011		J ⁽³⁾	15,029,820	05/01/2009	07/31/2015	Common Stock	15,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LLC Carlyle Liquid Holdings 2 GANNETT DRIVE SUITE 201 WHITE PLAINS, NY 10604				Former 10 Owner

Signatures

John Kang 08/26/2011

**Signature of Reporting Person

Date

Ricardo Salas 08/26/2011

**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).

- Each share of the Series A Preferred Stock is convertible into shares of common stock at the time and under the circumstances described in the Certificate of Designations, Preferences and Rights of Series A Preferred Stock, as amended. The Series A Preferred Stock has no expiration date.
- (1) Shares of Series A Preferred Stock were distributed to the members of Carlyle Liquid Holdings, LLC in redemption of a pro-rata portion of the member's equity interest in Carlyle Liquid Holdings, LLC.
 - (2) Warrants were distributed to members of Carlyle Liquid Holdings, LLC in redemption of a pro-rata portion of the member's equity interest in Carlyle Liquid Holdings, LLC.

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- (4) Shares of Common Stock were distributed to the members of Carlyle Liquid Holdings, LLC in redemption of a pro-rata portion of the member's equity interest in Carlyle Liquid Holdings, LLC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.